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Elias Tzavelis

Tax Services Provider

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:)
SEARS HOLDINGS CORPORATION, *et al.*,¹) Chapter 11
Debtors.) Case No. 18-23538 (RDD)
) (Jointly Administered)
)

**THIRD MONTHLY FEE STATEMENT OF DELOITTE TAX LLP FOR COMPENSATION
FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES AS TAX
SERVICES PROVIDER TO THE DEBTORS FOR THE PERIOD
FROM JANUARY 1, 2019 THROUGH JANUARY 31, 2019**

Name of Applicant:	Deloitte Tax LLP
Authorized to Provide Services as:	Tax Services Provider to the Debtors
Date of Retention:	Effective <i>Nunc Pro Tunc</i> to October 15, 2018 by Order entered January 17, 2019
Period for which Compensation and Reimbursement is Sought:	January 1, 2019 through January 31, 2019

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innoval Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

Amount of Compensation Sought as
Actual, Reasonable, and Necessary:

80% of Fees Sought: \$ 780,693.60

Amount of Expense Reimbursement Sought: \$ 27,305.81

Total Amount of Fees and Expense
Reimbursement Sought as Actual, Reasonable and
Necessary (100%): \$1,003,173.81

20% Holdback Amount: \$ 195,173.40

PRIOR FEE APPLICATIONS FILED

Date Filed	Period Covered	Requested Fees	Requested Expenses	Approved Fees	Approved Expenses
03/07/19 Dkt. 2771	10/15/2018 – 11/30/2018	\$1,001,528.00	\$28,458.18	\$801,222.40	\$28,458.18
04/15/19 Dkt.	12/01/2018 – 12/31/2018	\$723,413.50	\$10,356.36	N/A	N/A

CUMULATIVE TIME SUMMARY BY PROFESSIONAL

For the Period from January 1, 2019 through January 31, 2019

Professional	Level	Rate	Hours	Fees
Blinder, Michael	Managing Director	\$975.00	0.9	\$877.50
Bryan, Michael	Managing Director	\$975.00	0.3	\$292.50
Collins, Bryan	Partner/Principal	\$975.00	119.7	\$116,707.50
Drigotas, Elizabeth	Partner/Principal	\$975.00	0.4	\$390.00
Forrest, Jonathan	Partner/Principal	\$975.00	82.1	\$80,047.50
Pauls, William	Managing Director	\$975.00	7.0	\$6,825.00
Hermanson, Tom	Managing Director	\$850.00	2.8	\$2,380.00
Hoffman, David	Partner/Principal	\$850.00	28.2	\$23,970.00
Huston, Michael	Partner/Principal	\$850.00	2.9	\$2,465.00
Sullivan, Brian	Managing Director	\$850.00	35.5	\$30,175.00
Tarrant, Steve	Partner/Principal	\$850.00	1.4	\$1,190.00
Tzavelis, Elias	Partner/Principal	\$850.00	122.9	\$104,465.00
Newport, Cathy	Senior Manager	\$725.00	22.0	\$15,950.00
Omar, Fatin	Senior Manager	\$725.00	9.9	\$7,177.50
Paxton, Michael	Senior Manager	\$725.00	8.1	\$5,872.50
Savage, Tara	Senior Manager	\$725.00	1.8	\$1,305.00
Wood, Robert	Senior Manager	\$725.00	0.4	\$290.00
Yanchisin, Helen	Managing Director	\$625.00	3.9	\$2,437.50

Baily, Brianna	Manager	\$595.00	75.3	\$44,803.50
Blackwell, Chris	Manager	\$595.00	0.3	\$178.50
Brenner, Myles	Manager	\$595.00	0.4	\$238.00
Butler, Mike	Manager	\$595.00	210.6	\$125,307.00
Byun, Lydia	Manager	\$595.00	5.4	\$3,213.00
Corrigan, Kevin	Manager	\$595.00	66.1	\$39,329.50
Dempsey, Jacob	Manager	\$595.00	18.9	\$11,245.50
Espinola, Jonathan	Manager	\$595.00	75.2	\$44,744.00
Fielding, Stephen	Manager	\$595.00	148.2	\$88,179.00
Lowry, Jamie	Manager	\$595.00	3.0	\$1,785.00
Ahmadi, Cyavash	Senior Consultant	\$450.00	0.8	\$360.00
Browning, Maria	Senior Consultant	\$450.00	95.0	\$42,750.00
Feldscher, Taylor	Senior Consultant	\$450.00	8.1	\$3,645.00
Ko, Youngbok	Senior Consultant	\$450.00	4.5	\$2,025.00
Maxey, Tim	Senior Consultant	\$450.00	8.3	\$3,735.00
Patel, Ankur	Senior Consultant	\$450.00	8.7	\$3,915.00
Schreiber, Mendy	Senior Consultant	\$450.00	39.4	\$17,730.00
Abrom, Carisa	Senior Consultant	\$325.00	36.0	\$11,700.00
Allegretti, Joe	Consultant	\$325.00	239.9	\$77,967.50
Atwal, Justin	Consultant	\$325.00	62.6	\$20,345.00
Campbell, Anthony	Consultant	\$325.00	2.0	\$650.00
Chatten, Colin	Consultant	\$325.00	187.9	\$61,067.50
Elandary, Hannah	Consultant	\$325.00	0.8	\$260.00
Fairchild, Chris	Consultant	\$325.00	3.5	\$1,137.50
Hospodarsky, Sara	Consultant	\$325.00	15.9	\$5,167.50
Hybl, Claire	Consultant	\$325.00	1.5	\$487.50
Kim, Charlie	Consultant	\$325.00	0.6	\$195.00
Wrobel, Alex	Senior Consultant	\$210.00	24.4	\$5,124.00
Professional Subtotal:			1,793.5	\$1,020,102.00

Adjustment

50% Non-Working Travel

Adjustment Subtotal :

Total	Blended Rate:	\$544.11	1,793.5	\$975,867.00
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(\$44,235.00)

(\$44,235.00)

CUMULATIVE FEES BY CATEGORY SUMMARY
For the Period from January 1, 2019 through January 31, 2019

Categories	Hours	Fees
Non-Working Travel	142.1	\$88,470.00
Preparation of Fee Applications	36.0	\$11,700.00
Tax Restructuring Services	1,587.1	\$912,370.50
Tax Transaction Services	28.3	\$7,561.50
Fee's Category Subtotal :	1,793.5	\$1,020,102.00

Adjustment	
50% Non-Working Travel Reduction	(\$44,235.00)
Adjustment Subtotal :	(\$44,325.00)
Total	1,793.5
	\$975,867.00

CUMULATIVE EXPENSES BY CATEGORY SUMMARY
For the Period from January 1, 2019 through January 31, 2019

Expense Categories	Total Expenses for the Period
Airfare	\$9,950.04
Auto Parking	\$169.50
Hotel	\$11,471.07
Transportation	\$3,877.42
Internet Access While Traveling	\$197.87
Meals	\$1,639.91
Expense Category Subtotal :	\$27,305.81

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees	
<i>Non-Working Travel</i>					
01/07/2019					
	Browning, Maria	Travel from New York, NY to Hoffman Estates, IL.	\$450.00	6.0	\$2,700.00
	Chatten, Colin	Travel from New York, NY to Hoffman Estates, IL.	\$325.00	6.3	\$2,047.50
	Collins, Bryan	Travel from Washington, DC to Hoffman Estates, IL.	\$975.00	3.7	\$3,607.50
	Fielding, Stephen	Travel New York, NY to Hoffman Estates, IL.	\$595.00	4.5	\$2,677.50
	Tzavelis, Elias	Travel from New York, NY to Hoffman Estates, IL.	\$850.00	3.0	\$2,550.00
01/08/2019					
	Baily, Brianna	Travel from Newark, NJ to Chicago, IL.	\$595.00	5.8	\$3,451.00
	Forrest, Jonathan	Travel from Washington, DC to Chicago, IL.	\$975.00	3.0	\$2,925.00
01/09/2019					
	Baily, Brianna	Travel from Chicago, IL to Newark, NJ.	\$595.00	5.2	\$3,094.00
	Browning, Maria	Travel from Chicago, IL to New York, NY.	\$450.00	6.0	\$2,700.00
	Chatten, Colin	Travel from Chicago, IL to New York, NY.	\$325.00	5.8	\$1,885.00
	Collins, Bryan	Travel from Chicago, IL to Washington, DC.	\$975.00	3.7	\$3,607.50
	Fielding, Stephen	Travel from Chicago, IL to New York, NY.	\$595.00	5.0	\$2,975.00
	Forrest, Jonathan	Travel from Chicago, IL to Washington, DC.	\$975.00	2.6	\$2,535.00
	Tzavelis, Elias	Travel from Chicago, IL to New York, NY.	\$850.00	3.0	\$2,550.00
01/13/2019					
	Allegretti, Joe	Travel from Chicago, IL to New York, NY.	\$325.00	4.5	\$1,462.50
	Butler, Mike	Travel from Chicago, IL to New York, NY.	\$595.00	4.5	\$2,677.50
01/15/2019					
	Allegretti, Joe	Travel from New York, NY to Chicago, IL.	\$325.00	4.5	\$1,462.50

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees	
<i>Non-Working Travel</i>					
01/15/2019					
	Butler, Mike	Travel from New York, NY to Chicago, IL.	\$595.00	4.5	\$2,677.50
01/22/2019					
	Allegretti, Joe	Travel from Chicago, IL to New York, NY.	\$325.00	4.8	\$1,560.00
	Butler, Mike	Travel from Chicago, IL to New York, NY.	\$595.00	4.7	\$2,796.50
01/23/2019					
	Forrest, Jonathan	Travel from Washington, DC to New York, NY.	\$975.00	2.5	\$2,437.50
	Hoffman, David	Travel from Chicago, IL to New York, NY.	\$850.00	2.0	\$1,700.00
01/24/2019					
	Forrest, Jonathan	Travel from New York, NY to Washington, DC.	\$975.00	3.5	\$3,412.50
	Hoffman, David	Travel from Chicago, IL to New York, NY for Sears tax meeting at Weil Gotshal.	\$850.00	1.5	\$1,275.00
01/25/2019					
	Allegretti, Joe	Travel from New York, NY to Chicago, IL.	\$325.00	5.0	\$1,625.00
	Butler, Mike	Travel from New York, NY to Chicago, IL.	\$595.00	4.9	\$2,915.50
01/27/2019					
	Allegretti, Joe	Travel from Chicago, IL to New York, NY.	\$325.00	5.1	\$1,657.50
	Butler, Mike	Travel from Chicago, IL to New York, NY.	\$595.00	4.7	\$2,796.50
01/29/2019					
	Collins, Bryan	Travel from Washington, DC to New York, NY.	\$975.00	4.3	\$4,192.50
	Forrest, Jonathan	Travel from Washington, DC to New York, NY.	\$975.00	3.6	\$3,510.00
01/30/2019					
	Collins, Bryan	Travel from New York, NY to Washington, DC.	\$975.00	3.9	\$3,802.50

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Non-Working Travel</i>				
01/30/2019	Forrest, Jonathan Travel from New York, NY to Washington, DC.	\$975.00	3.3	\$3,217.50
01/31/2019	Butler, Mike Travel from New York, NY to Chicago, IL.	\$595.00	6.7	\$3,986.50
	Subtotal for Non-Working Travel:		142.1	\$88,470.00
<i>Preparation of Fee Applications</i>				
01/03/2019	Abrom, Carisa Prepare November monthly fee statement.	\$325.00	5.1	\$1,657.50
01/04/2019	Abrom, Carisa Prepare November exhibits for monthly fee statement.	\$325.00	4.3	\$1,397.50
01/07/2019	Abrom, Carisa Review expenses for first monthly fee statement.	\$325.00	2.2	\$715.00
	Abrom, Carisa Review fees for first monthly fee statement.	\$325.00	5.3	\$1,722.50
01/09/2019	Abrom, Carisa Review fees for first monthly fee statement.	\$325.00	1.7	\$552.50
01/11/2019	Abrom, Carisa Review November expenses for preparation of monthly fee statement.	\$325.00	1.6	\$520.00
01/14/2019	Abrom, Carisa Update November monthly fee statement.	\$325.00	4.3	\$1,397.50
01/18/2019	Abrom, Carisa Prepare December monthly fee statement.	\$325.00	4.7	\$1,527.50
01/22/2019	Abrom, Carisa Prepare December exhibits for monthly fee statement.	\$325.00	6.8	\$2,210.00
	Subtotal for Preparation of Fee Applications:		36.0	\$11,700.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/02/2019				
Allegretti, Joe	Call with E. Tzavelis, M. Butler, and M. Browning (all Deloitte) to discuss updates to the tax attribute reduction model for subsequent versions related to varying enterprise values.	\$325.00	0.2	\$65.00
Allegretti, Joe	Call with E. Tzavelis, S. Fielding, M. Browning, and M. Lew (all Deloitte) to discuss the debt recovery related to most recent debt recovery matrix.	\$325.00	1.0	\$325.00
Allegretti, Joe	Call with E. Tzavelis, S. Fielding, M. Butler, M. Browning, and C. Chatten (all Deloitte) to discuss updates to the tax attribute reduction model based on the recent debt recovery discussions.	\$325.00	0.7	\$227.50
Allegretti, Joe	Call with E. Tzavelis, S. Fielding, M. Butler, M. Browning, B. Sullivan, and J. Espinola (all Deloitte) to discuss state tax matters related to the Company's property.	\$325.00	0.4	\$130.00
Allegretti, Joe	Call with M. Butler (all Deloitte) to discuss the most recent version of the slide deck and updates for subsequent versions related to enterprise value.	\$325.00	0.4	\$130.00
Allegretti, Joe	Update the tax attribute reduction model for the different enterprise value ranges.	\$325.00	3.3	\$1,072.50
Allegretti, Joe	Update the tax attribute reduction model for the incremental liabilities.	\$325.00	2.4	\$780.00
Allegretti, Joe	Update the organizational chart within the tax attribute model.	\$325.00	3.0	\$975.00
Atwal, Justin	Continue to perform data input for Sears basis study.	\$325.00	2.8	\$910.00
Atwal, Justin	Perform data input for Sears basis study.	\$325.00	4.7	\$1,527.50
Browning, Maria	Update illustrative restructuring alternatives slides.	\$450.00	3.4	\$1,530.00
Browning, Maria	Call with E. Tzavelis, S. Fielding, J. Allegretti, and M. Lew (all Deloitte) to discuss the debt recovery related to most recent debt recovery matrix.	\$450.00	1.0	\$450.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/02/2019				
Browning, Maria	Call with E. Tzavelis, M. Butler, and J. Allegretti (all Deloitte) to discuss updates to the tax attribute reduction model for subsequent versions related to varying enterprise values.	\$450.00	0.2	\$90.00
Browning, Maria	Call with E. Tzavelis, S. Fielding, M. Butler, J. Allegretti, and C. Chatten (all Deloitte) to discuss updates to the tax attribute reduction model based on the recent debt recovery discussions.	\$450.00	0.7	\$315.00
Browning, Maria	Call with E. Tzavelis, S. Fielding, M. Butler, J. Allegretti, B. Sullivan, and J. Espinola (all Deloitte) to discuss state tax matters related to the Company's property.	\$450.00	0.4	\$180.00
Browning, Maria	Call with E. Tzavelis, B. Collins, and S. Fielding (all Deloitte), and R. Boyle and L. Meerschaert (both Sears) to discuss ESL bid letter.	\$450.00	1.0	\$450.00
Browning, Maria	Call with E. Tzavelis, B. Collins, M. Butler, and J. Allegretti (all Deloitte) to update the illustrative restructuring alternatives slide deck for new scenarios with varying assumptions related to enterprise value.	\$450.00	0.3	\$135.00
Browning, Maria	Call with E. Tzavelis (Deloitte) to discuss illustrative reorganization transaction deck and FY2018 estimated taxable income schedule.	\$450.00	2.9	\$1,305.00
Butler, Mike	Call with E. Tzavelis, M. Browning, and J. Allegretti (all Deloitte) to discuss updates to the tax attribute reduction model for subsequent versions related to varying enterprise values.	\$595.00	0.2	\$119.00
Butler, Mike	Call with E. Tzavelis, M. Browning, and J. Allegretti (all Deloitte) to discuss updates to the tax attribute reduction model for subsequent versions related to varying enterprise values.	\$595.00	0.4	\$238.00

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Sears Holdings Corporation

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Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/02/2019				
Butler, Mike	Call with E. Tzavelis, B. Collins, M. Browning, and J. Allegretti (all Deloitte) to update the illustrative restructuring alternatives slide deck updates for new scenarios with varying assumptions related to enterprise value.	\$595.00	0.3	\$178.50
Butler, Mike	Call with J. Allegretti (Deloitte) to discuss updates to the tax attribute reduction model related to updating the cancellation of debt analysis for additional debt.	\$595.00	0.2	\$119.00
Butler, Mike	Review latest draft of tax basis balance sheet.	\$595.00	1.4	\$833.00
Butler, Mike	Call with E. Tzavelis, S. Fielding, M. Browning, J. Allegretti, and C. Chatten (all Deloitte) to discuss updates to the tax attribute reduction model based on the recent debt recovery discussions.	\$595.00	0.7	\$416.50
Butler, Mike	Call with E. Tzavelis, S. Fielding, M. Browning, J. Allegretti, B. Sullivan, and J. Espinola (all Deloitte) to discuss state tax matters related to the Company's property.	\$595.00	0.4	\$238.00
Chatten, Colin	Call with B. Collins, E. Tzavelis, S. Fielding, M. Browning, M. Butler, and J. Allegretti (all Deloitte) regarding outstanding items in tax attribute reduction analysis.	\$325.00	0.7	\$227.50
Chatten, Colin	Call with E. Tzavelis, S. Fielding, M. Butler, M. Browning, and J. Allegretti (all Deloitte) to discuss updates to the tax attribute reduction model based on the recent debt recovery discussions.	\$325.00	0.7	\$227.50
Collins, Bryan	Call with E. Tzavelis, M. Butler, M. Browning, and J. Allegretti (all Deloitte) to update the illustrative restructuring alternatives slide deck for new scenarios with varying assumptions related to enterprise value.	\$975.00	0.3	\$292.50

Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/02/2019				
Collins, Bryan	Call with E. Tzavelis, S. Fielding, M. Browning (all Deloitte), R. Boyle, and L. Meerschaert (Sears) to discuss ESL bid letter.	\$975.00	1.0	\$975.00
Collins, Bryan	Prepare for call with E. Tzavelis, M. Butler, M. Browning, and J. Allegretti (all Deloitte) to update the illustrative restructuring alternatives slide deck for new scenarios with varying assumptions related to enterprise value.	\$975.00	0.9	\$877.50
Collins, Bryan	Prepare for call with E. Tzavelis, S. Fielding, M. Browning (all Deloitte), and R. Boyle and L. Meerschaert (Sears) to discuss ESL bid letter.	\$975.00	0.2	\$195.00
Corrigan, Kevin	Attempt to get management copies of tax returns scanned in for basis purposes.	\$595.00	1.8	\$1,071.00
Drigotas, Elizabeth	Analyze state registrations.	\$975.00	0.4	\$390.00
Espinola, Jonathan	Review correspondence from attorneys containing list of outstanding tax issues.	\$595.00	0.2	\$119.00
Espinola, Jonathan	Review email from M. Paxton (Deloitte) regarding state tax attribute reduction and draft revisions to model.	\$595.00	0.2	\$119.00
Espinola, Jonathan	Call with E. Tzavelis, S. Fielding, M. Butler, M. Browning, J. Allegretti, and B. Sullivan (all Deloitte) to discuss state tax matters related to the Company's property.	\$595.00	0.4	\$238.00
Espinola, Jonathan	Call with C. Kim (Deloitte) regarding state tax attribute reduction model.	\$595.00	0.4	\$238.00
Espinola, Jonathan	Review revisions to state tax attribute reduction model made by C. Kim (Deloitte).	\$595.00	0.3	\$178.50
Fielding, Stephen	Call with E. Tzavelis, B. Collins, and M. Browning (all Deloitte), and R. Boyle and L. Meerschaert (both Sears) to discuss ESL bid letter.	\$595.00	1.0	\$595.00

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Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/02/2019				
Fielding, Stephen	Call with E. Tzavelis, M. Browning, J. Allegretti and M. Lew (all Deloitte) to discuss the debt recovery related to most recent debt recovery matrix.	\$595.00	1.0	\$595.00
Fielding, Stephen	Call with E. Tzavelis, M. Butler, M. Browning, J. Allegretti, and C. Chatten (all Deloitte) to discuss updates to the tax attribute reduction model based on the recent debt recovery discussions.	\$595.00	0.7	\$416.50
Fielding, Stephen	Call with E. Tzavelis, M. Butler, M. Browning, J. Allegretti, B. Sullivan, and J. Espinola (all Deloitte) to discuss state tax matters related to the Company's property.	\$595.00	0.4	\$238.00
Forrest, Jonathan	Review ESL bid letter.	\$975.00	1.1	\$1,072.50
Hospodarsky, Sara	Compare the 2017 tax return originally received from Sears tax team to the 2017 tax return recently received.	\$325.00	0.5	\$162.50
Kim, Charlie	Call with J. Espinola (Deloitte) regarding state tax attribute reduction model.	\$325.00	0.4	\$130.00
Kim, Charlie	Separate filing methods in accordance with cancellation of of indebtedness data.	\$325.00	0.2	\$65.00
Omar, Fatin	Review transfer tax estimates.	\$725.00	0.3	\$217.50
Paxton, Michael	Review state tax attribute reduction model.	\$725.00	2.7	\$1,957.50
Paxton, Michael	Review state tax data for state tax attribute reduction model.	\$725.00	0.4	\$290.00
Paxton, Michael	Evaluate federal attribute reduction scenarios and consider state application.	\$725.00	0.5	\$362.50
Sullivan, Brian	Call with E. Tzavelis, S. Fielding, M. Butler, M. Browning, J. Allegretti, and J. Espinola (all Deloitte) to discuss state tax matters related to the Company's property.	\$850.00	0.4	\$340.00

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Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/02/2019				
Tzavelis, Elias	Call with B. Collins, M. Butler, M. Browning, and J. Allegretti (all Deloitte) to update the illustrative restructuring alternatives slide deck for new scenarios with varying assumptions related to enterprise value.	\$850.00	0.3	\$255.00
Tzavelis, Elias	Call with S. Fielding, M. Browning, J. Allegretti, and M. Lew (all Deloitte) to discuss the debt recovery related to most recent debt recovery matrix.	\$850.00	1.0	\$850.00
Tzavelis, Elias	Call with S. Fielding, M. Butler, M. Browning, J. Allegretti, and C. Chatten (all Deloitte) to discuss updates to the tax attribute reduction model based on the recent debt recovery discussions.	\$850.00	0.7	\$595.00
Tzavelis, Elias	Call with S. Fielding, M. Butler, M. Browning, J. Allegretti, B. Sullivan, and J. Espinola (all Deloitte) to discuss state tax matters related to the Company's property.	\$850.00	0.4	\$340.00
Tzavelis, Elias	Call with M. Butler, M. Browning, and J. Allegretti (all Deloitte) to discuss updates to the tax attribute reduction model for subsequent versions related to varying enterprise values.	\$850.00	0.2	\$170.00
Tzavelis, Elias	Call with M. Browning (Deloitte) to discuss illustrative reorganization transaction deck and FY2018 estimated taxable income schedule.	\$850.00	2.9	\$2,465.00
Tzavelis, Elias	Call with B. Collins, S. Fielding, and M. Browning (all Deloitte), and R. Boyle, and L. Meerschaert (both Sears) to discuss ESL bid letter.	\$850.00	1.0	\$850.00
01/03/2019				
Allegretti, Joe	Update the tax attribute reduction model for different enterprise value assumptions and creating comparison tables for the different scenarios at different values.	\$325.00	2.6	\$845.00

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Sears Holdings Corporation

Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/03/2019				
Allegretti, Joe	Update the tax attribute update model to clean up the supporting slides and re-copying the different scenarios into the output tables.	\$325.00	1.2	\$390.00
Allegretti, Joe	Call with M. Butler (Deloitte) to discuss the updates to the tax attribute reduction model for the different enterprise value assumptions.	\$325.00	0.2	\$65.00
Allegretti, Joe	Draft email correspondence to client regarding support for assumptions and methodologies underlying the tax attribute reduction model.	\$325.00	1.0	\$325.00
Allegretti, Joe	Call with S. Fielding (Deloitte) to discuss the updates to the tax attribute reduction model for different enterprise value assumptions.	\$325.00	0.3	\$97.50
Allegretti, Joe	Call with B. Collins, E. Tzavelis, S. Fielding, M. Browning, C. Chatten, and M. Butler (all Deloitte) regarding outstanding items in tax attribute reduction analysis.	\$325.00	0.7	\$227.50
Allegretti, Joe	Call with B. Collins, J. Forrest, E. Tzavelis, S. Fielding, M. Browning, C. Chatten, M. Butler (all Deloitte), and S. Goldring, M. Hoenig, E. Remijan, and E. Allison (all Weil) regarding tax implications of latest information received from Sears.	\$325.00	0.8	\$260.00
Atwal, Justin	Perform data input for Sears basis study.	\$325.00	2.7	\$877.50
Baily, Brianna	Review new schedule 13D and exhibits (including bid letter).	\$595.00	0.9	\$535.50
Browning, Maria	Call with E. Tzavelis and S. Fielding (both Deloitte) discussing illustrative restructuring alternatives slide deck.	\$450.00	0.4	\$180.00
Browning, Maria	Research tax requirements for alternative tax structures contemplated in the illustrative restructuring alternatives slide deck.	\$450.00	2.4	\$1,080.00
Browning, Maria	Review updated ESL bid letter.	\$450.00	2.1	\$945.00

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Sears Holdings Corporation

Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/03/2019				
Browning, Maria	Update FY2018 estimated tax liability format.	\$450.00	1.6	\$720.00
Browning, Maria	Call with B. Collins, E. Tzavelis, S. Fielding, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) regarding outstanding items in tax attribute reduction analysis.	\$450.00	0.7	\$315.00
Browning, Maria	Call with B. Collins, J. Forrest, E. Tzavelis, S. Fielding, C. Chatten, M. Butler, J. Allegretti (all Deloitte), and S. Goldring, M. Hoenig, E. Remijan, and E. Allison (all Weil) regarding tax implications of latest information received from Sears.	\$450.00	0.8	\$360.00
Butler, Mike	Review latest draft of the ESL bid.	\$595.00	1.8	\$1,071.00
Butler, Mike	Review latest slide deck summary of tax attribute reduction model outputs.	\$595.00	1.2	\$714.00
Butler, Mike	Call with J. Allegretti (Deloitte) to discuss the updates to the tax attribute reduction model for the different enterprise value assumptions.	\$595.00	0.2	\$119.00
Butler, Mike	Call with B. Collins, E. Tzavelis, S. Fielding, M. Browning, C. Chatten, and J. Allegretti (all Deloitte) regarding outstanding items in tax attribute reduction analysis.	\$595.00	0.7	\$416.50
Butler, Mike	Call with B. Collins, J. Forrest, E. Tzavelis, S. Fielding, M. Browning, C. Chatten, J. Allegretti (all Deloitte), and S. Goldring, M. Hoenig, E. Remijan, and E. Allison (all Weil) regarding tax implications of latest information received from Sears.	\$595.00	0.8	\$476.00
Chatten, Colin	Call with B. Collins, J. Forrest, E. Tzavelis, S. Fielding, M. Browning, M. Butler, J. Allegretti (all Deloitte), and S. Goldring, M. Hoenig, E. Remijan, and E. Allison (all Weil) regarding tax implications of latest information received from Sears	\$325.00	0.8	\$260.00

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Sears Holdings Corporation

Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/03/2019				
Collins, Bryan	Prepare for call with J. Forrest, E. Tzavelis, S. Fielding, M. Browning, C. Chatten, M. Butler, J. Allegretti (all Deloitte), S. Goldring, M. Hoenig, E. Remijan, and E. Allison (all Weil) regarding tax implications of latest information received from Sears	\$975.00	0.4	\$390.00
Collins, Bryan	Review illustrative restructuring alternatives slides in preparation for upcoming phone calls with Weil Gotshal.	\$975.00	0.4	\$390.00
Collins, Bryan	Call with E. Tzavelis, S. Fielding, M. Browning, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) regarding outstanding items in tax attribute reduction analysis.	\$975.00	0.7	\$682.50
Collins, Bryan	Call with J. Forrest, E. Tzavelis, S. Fielding, M. Browning, C. Chatten, M. Butler, J. Allegretti (all Deloitte), S. Goldring, M. Hoenig, E. Remijan, and E. Allison (all Weil) regarding tax implications of latest information received from Sears.	\$975.00	0.8	\$780.00
Espinola, Jonathan	Continue to review state tax attribute reduction model and make revisions.	\$595.00	1.1	\$654.50
Espinola, Jonathan	Review email from D. Aquaviva (Deloitte) and attachment pertaining to company's fleet inventory.	\$595.00	0.2	\$119.00
Espinola, Jonathan	Review apportionment research pertaining to sale of real property in New Mexico.	\$595.00	0.4	\$238.00
Espinola, Jonathan	Review email correspondence regarding additional sales tax issues pertaining to Company's motor vehicles.	\$595.00	0.2	\$119.00
Espinola, Jonathan	Review apportionment research pertaining to sale of real property in Montana.	\$595.00	0.4	\$238.00
Espinola, Jonathan	Review apportionment research pertaining to sale of real property in Nebraska.	\$595.00	0.4	\$238.00

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Sears Holdings Corporation

Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/03/2019				
Espinola, Jonathan	Review apportionment research pertaining to sale of real property in New Hampshire.	\$595.00	0.4	\$238.00
Fielding, Stephen	Call with J. Allegretti (Deloitte) to discuss the updates to the tax attribute reduction model for different enterprise value assumptions.	\$595.00	0.3	\$178.50
Fielding, Stephen	Call with E. Tzavelis and M. Browning (both Deloitte) discussing illustrative restructuring alternatives slide deck.	\$595.00	0.4	\$238.00
Fielding, Stephen	Call with B. Collins, E. Tzavelis, M. Browning, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) regarding outstanding items in tax attribute reduction analysis.	\$595.00	0.7	\$416.50
Fielding, Stephen	Call with B. Collins, J. Forrest, E. Tzavelis, M. Browning, C. Chatten, M. Butler, J. Allegretti (all Deloitte), and S. Goldring, M. Hoenig, E. Remijan, and E. Allison (all Weil) regarding tax implications of latest information received from Sears.	\$595.00	0.8	\$476.00
Fielding, Stephen	Update tax attribute reduction model summary outputs.	\$595.00	2.9	\$1,725.50
Fielding, Stephen	Review and update tax attribute model for new transaction scenarios.	\$595.00	2.7	\$1,606.50
Fielding, Stephen	Review ESL bid letter and recoveries.	\$595.00	0.9	\$535.50
Forrest, Jonathan	Call with B. Collins, E. Tzavelis, S. Fielding, M. Browning, C. Chatten, M. Butler, J. Allegretti (all Deloitte), and S. Goldring, M. Hoenig, E. Remijan, and E. Allison (all Weil) regarding tax implications of latest information received from Sears.	\$975.00	0.8	\$780.00
Lowry, Jamie	Email correspondence with T. Savage (Deloitte) regarding impact of the ESL redemption of 1.3M shares on the state tax attribute reduction model.	\$595.00	0.6	\$357.00

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Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/03/2019				
Lowry, Jamie	Review Form 13D filed on December 28, 2018 for the ESL redemption of 1.3 million shares to prepare impact analysis.	\$595.00	1.4	\$833.00
Savage, Tara	Email correspondence with J. Lowry and S. Presendieu (both Deloitte) to update state tax model to include redemption by ESL of 2018 compensatory stock grants.	\$725.00	0.5	\$362.50
Savage, Tara	Research terms of compensatory stock grants to ESL in Sears' 2013 10-K, Proxy Statement, and 8-Ks to evaluate whether the grants should be treated as stock or as options for tax purposes.	\$725.00	0.8	\$580.00
Savage, Tara	Update memo to reflect redemption of 2018 compensatory stock grants by ESL to Sears for no consideration.	\$725.00	0.2	\$145.00
Sullivan, Brian	Review fleet listing of potential motor vehicle transfers provide by D. Acquaviva (Sears) for potential sales tax on transfer.	\$850.00	0.5	\$425.00
Tarrant, Steve	Draft email correspondence to Deloitte stock basis team regarding the impact of ESL's rescission of shares in 2018 for purposes of IRC Section 382.	\$850.00	0.3	\$255.00
Tzavelis, Elias	Call with B. Collins, S. Fielding, M. Browning, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) regarding outstanding items in tax attribute reduction analysis.	\$850.00	0.7	\$595.00
Tzavelis, Elias	Review liabilities subject to compromise and impact to attribute reduction model.	\$850.00	0.8	\$680.00
Tzavelis, Elias	Call with B. Collins, J. Forrest, S. Fielding, M. Browning, C. Chatten, M. Butler, J. Allegretti (all Deloitte), and S. Goldring, M. Hoenig, E. Remijan, and E. Allison (all Weil) regarding tax implications of latest information received from Sears.	\$850.00	0.8	\$680.00

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Sears Holdings Corporation

Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/04/2019				
Allegretti, Joe	Weekly tax advisor call with D. Hoffman, E. Tzavelis, S. Fielding, M. Browning, C. Chatten, J. Forrest, B. Collins, B. Baily, M. Schreiber, M. Butler, T. Hermanson (all Deloitte), Weil tax team, Sears tax team, FTI Consulting, and Akin Gump regarding stat	\$325.00	1.2	\$390.00
Allegretti, Joe	Call with J. Allegretti, M. Browning, E. Tzavelis, M. Butler, B. Sullivan, J. Espinola, C. Newport (all Deloitte) and D. Acquaviva, R. Boyle, L. Meerschaert and L. Valentino (all Sears) to discuss the detail of the vehicle inventory schedule provided.	\$325.00	0.7	\$227.50
Allegretti, Joe	Call with E. Tzavelis, S. Fielding, M. Browning, C. Chatten, J. Forrest, B. Baily, M. Butler (all Deloitte), and Sears tax team regarding tax basis, estimated taxable income, and other updates from weekly status call.	\$325.00	1.0	\$325.00
Allegretti, Joe	Call with E. Tzavelis, S. Fielding, M. Browning, C. Chatten, J. Forrest, B. Collins, B. Baily, M. Schreiber and M. Butler (all Deloitte) to plan workstreams for follow-up items from weekly status update call.	\$325.00	0.8	\$260.00
Allegretti, Joe	Update and format the Schedule F liabilities within the tax attribute reduction model.	\$325.00	0.9	\$292.50
Atwal, Justin	Perform data input for Sears basis study.	\$325.00	0.2	\$65.00
Baily, Brianna	Weekly tax advisor call with D. Hoffman, E. Tzavelis, S. Fielding, M. Browning, C. Chatten, J. Forrest, B. Collins, M. Schreiber, M. Butler, J. Allegretti, T. Hermanson (all Deloitte), Weil tax team, Sears tax team, FTI Consulting, and Akin Gump regarding	\$595.00	1.2	\$714.00

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Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/04/2019				
Baily, Brianna	Call with E. Tzavelis, S. Fielding, M. Browning, C. Chatten, J. Forrest, M. Butler, J. Allegretti (all Deloitte), and Sears tax team regarding tax basis, estimated taxable income, and other updates from weekly status call	\$595.00	1.0	\$595.00
Baily, Brianna	Call with E. Tzavelis, S. Fielding, M. Browning, C. Chatten, J. Forrest, B. Collins, M. Schreiber, M. Butler, and J. Allegretti (all Deloitte) to plan workstreams for follow-up items from weekly tax advisor call.	\$595.00	0.8	\$476.00
Browning, Maria	Weekly tax advisor call with D. Hoffman, E. Tzavelis, S. Fielding, C. Chatten, J. Forrest, B. Collins, B. Baily, M. Schreiber, M. Butler, J. Allegretti, T. Hermanson (all Deloitte), Weil tax team, Sears tax team, FTI Consulting, and Akin Gump regarding st	\$450.00	1.2	\$540.00
Browning, Maria	Update FY2018 estimated tax liability calculations.	\$450.00	1.7	\$765.00
Browning, Maria	Call with J. Allegretti, E. Tzavelis, M. Butler, B. Sullivan, J. Espinola, C. Newport (all Deloitte) and D. Acquaviva, R. Boyle, L. Meerschaert and L. Valentino (Sears) to discuss the detail of the vehicle inventory schedule provided.	\$450.00	0.7	\$315.00
Browning, Maria	Call with E. Tzavelis, S. Fielding, C. Chatten, J. Forrest, B. Baily, M. Butler, J. Allegretti (all Deloitte), and Sears tax team regarding tax basis, estimated taxable income, and other updates from weekly status call.	\$450.00	1.0	\$450.00
Browning, Maria	Call with E. Tzavelis, S. Fielding, C. Chatten, J. Forrest, B. Collins, B. Baily, M. Schreiber, M. Butler, and J. Allegretti (all Deloitte) to plan workstreams for follow-up items from weekly tax advisor call.	\$450.00	0.8	\$360.00

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Sears Holdings Corporation

Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/04/2019				
Browning, Maria	Call with E. Tzavelis and S. Fielding (both Deloitte) to discuss FY2018 estimated taxable income schedule.	\$450.00	1.1	\$495.00
Browning, Maria	Call with E. Tzavelis, S. Fielding, C. Chatten, and M. Butler (all Deloitte) regarding taxable income projection calculations.	\$450.00	0.4	\$180.00
Browning, Maria	Call with E. Tzavelis (Deloitte) to discuss the vehicle schedule for transfer tax liability estimates.	\$450.00	0.5	\$225.00
Browning, Maria	Call with B. Sullivan, E. Tzavelis, S. Fielding, C. Chatten, and M. Butler (all Deloitte) regarding estimated transfer tax liability calculations.	\$450.00	0.6	\$270.00
Butler, Mike	Call with B. Sullivan, E. Tzavelis, S. Fielding, M. Browning, and C. Chatten (all Deloitte) regarding estimated transfer tax liability calculations.	\$595.00	0.6	\$357.00
Butler, Mike	Weekly tax advisor call with D. Hoffman, E. Tzavelis, S. Fielding, M. Browning, C. Chatten, J. Forrest, B. Collins, B. Baily, M. Schreiber, J. Allegretti, T. Hermanson (all Deloitte), Weil tax team, Sears tax team, FTI Consulting, and Akin Gump regarding	\$595.00	1.2	\$714.00
Butler, Mike	Draft email to Sears tax team regarding open items and questions with respect to tax basis balance sheet.	\$595.00	0.9	\$535.50
Butler, Mike	Call with J. Allegretti, M. Browning, E. Tzavelis, B. Sullivan, J. Espinola, C. Newport (all Deloitte) and D. Acquaviva, R. Boyle, L. Meerschaert and L. Valentino (Sears) to discuss the detail of the vehicle inventory schedule provided.	\$595.00	0.7	\$416.50

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Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/04/2019				
Butler, Mike	Call with E. Tzavelis, S. Fielding, M. Browning, C. Chatten, J. Forrest, B. Baily, J. Allegretti (all Deloitte), and Sears tax team regarding tax basis, estimated taxable income, and other updates from weekly status call.	\$595.00	1.0	\$595.00
Butler, Mike	Call with E. Tzavelis, S. Fielding, M. Browning, C. Chatten, J. Forrest, B. Collins, B. Baily, M. Schreiber, and J. Allegretti (all Deloitte) to plan workstreams for follow-up items from weekly tax advisor call.	\$595.00	0.8	\$476.00
Butler, Mike	Call with E. Tzavelis, S. Fielding, M. Browning, and C. Chatten (all Deloitte) regarding taxable income projection calculations.	\$595.00	0.4	\$238.00
Campbell, Anthony	Call with C. Newport (Deloitte) to discuss formatting updates to the schedule of estimated potential transfer tax on sale of vehicles.	\$325.00	0.2	\$65.00
Campbell, Anthony	Call with C. Newport (Deloitte) to discuss sales tax rate research for the estimates of potential transfer tax on sale of vehicles.	\$325.00	0.3	\$97.50
Campbell, Anthony	Update December 2018 Active Fleet Inventory workbook by pulling in relevant sales tax rates, formatting the data, and calculating potential exposure.	\$325.00	1.5	\$487.50
Chatten, Colin	Weekly tax advisor call with D. Hoffman, E. Tzavelis, S. Fielding, M. Browning, J. Forrest, B. Collins, B. Baily, M. Schreiber, M. Butler, and J. Allegretti, T. Hermanson (all Deloitte), Weil tax team, Sears tax team, FTI Consulting, and Akin Gump regardi	\$325.00	1.2	\$390.00
Collins, Bryan	Call with E. Tzavelis, S. Fielding, M. Browning, C. Chatten, J. Forrest, B. Baily, M. Schreiber, M. Butler, and J. Allegretti (all Deloitte) to plan workstreams for follow-up items from weekly tax advisor call.	\$975.00	0.8	\$780.00

Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/04/2019				
Collins, Bryan	Research on structuring of multiple IRC Section 368(a)(1)(G) reorganizations.	\$975.00	1.3	\$1,267.50
Collins, Bryan	Weekly tax advisor call with D. Hoffman, E. Tzavelis, S. Fielding, M. Browning, C. Chatten, J. Forrest, B. Baily, M. Schreiber, M. Butler, J. Allegretti, T. Hermanson (all Deloitte), Weil tax team, Sears tax team, FTI Consulting, and Akin Gump regarding s	\$975.00	1.2	\$1,170.00
Collins, Bryan	Review and comment on presentation of tax attribute reduction model outputs to be delivered to Cleary.	\$975.00	1.7	\$1,657.50
Espinola, Jonathan	Review apportionment research pertaining to sale of real property in New York City.	\$595.00	0.4	\$238.00
Espinola, Jonathan	Review apportionment research pertaining to sale of real property in New York.	\$595.00	0.4	\$238.00
Espinola, Jonathan	Review apportionment research pertaining to sale of real property in North Carolina.	\$595.00	0.4	\$238.00
Espinola, Jonathan	Review apportionment research pertaining to sale of real property in North Dakota.	\$595.00	0.4	\$238.00
Espinola, Jonathan	Draft additional revisions to state tax attribute reduction model.	\$595.00	0.7	\$416.50
Espinola, Jonathan	Review apportionment research pertaining to sale of real property in New Jersey.	\$595.00	0.4	\$238.00
Espinola, Jonathan	Call with J. Allegretti, M. Browning, E. Tzavelis, M. Butler, B. Sullivan, C. Newport (all Deloitte), D. Acquaviva, R. Boyle, L. Meerschaert, and L. Valentino (all Sears) to discuss the detail of the vehicle inventory schedule provided.	\$595.00	0.7	\$416.50

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Sears Holdings Corporation

Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/04/2019				
Fielding, Stephen	Update tax attribute reduction model output summary slides for various value assumptions and newer information.	\$595.00	1.9	\$1,130.50
Fielding, Stephen	Weekly tax advisor call with D. Hoffman, E. Tzavelis, M. Browning, C. Chatten, J. Forrest, B. Collins, B. Baily, M. Schreiber, M. Butler, J. Allegretti, T. Hermanson (all Deloitte), Weil tax team, Sears tax team, FTI Consulting, and Akin Gump regarding st	\$595.00	1.2	\$714.00
Fielding, Stephen	Call with E. Tzavelis and M. Browning (both Deloitte) to discuss FY2018 estimated taxable income schedule.	\$595.00	1.1	\$654.50
Fielding, Stephen	Call with E. Tzavelis, M. Browning, C. Chatten, and M. Butler (all Deloitte) regarding taxable income projection calculations.	\$595.00	0.4	\$238.00
Fielding, Stephen	Call with E. Tzavelis, M. Browning, C. Chatten, J. Forrest, B. Baily, M. Butler, J. Allegretti (all Deloitte), and Sears tax team regarding tax basis, estimated taxable income, and other updates from weekly status call.	\$595.00	1.0	\$595.00
Fielding, Stephen	Call with B. Sullivan, E. Tzavelis, M. Browning, C. Chatten, and M. Butler (all Deloitte) regarding estimated transfer tax liability calculations.	\$595.00	0.6	\$357.00
Fielding, Stephen	Call with E. Tzavelis, M. Browning, C. Chatten, J. Forrest, B. Collins, B. Baily, M. Schreiber, M. Butler, and J. Allegretti (all Deloitte) to plan workstreams for follow-up items from weekly tax advisor call.	\$595.00	0.8	\$476.00
Forrest, Jonathan	Weekly tax advisor call with D. Hoffman, E. Tzavelis, S. Fielding, M. Browning, C. Chatten, B. Collins, B. Baily, M. Schreiber, M. Butler, J. Allegretti, T. Hermanson (all Deloitte), Weil tax team, Sears tax team, FTI Consulting, and Akin Gump regarding s	\$975.00	1.2	\$1,170.00

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Sears Holdings Corporation

Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/04/2019				
Forrest, Jonathan	Review illustrative restructuring alternatives presentation.	\$975.00	0.6	\$585.00
Forrest, Jonathan	Call with E. Tzavelis, S. Fielding, M. Browning, C. Chatten, B. Baily, M. Butler, J. Allegretti (all Deloitte), and Sears tax team regarding tax basis, estimated taxable income, and other updates from weekly status call.	\$975.00	1.0	\$975.00
Forrest, Jonathan	Call with E. Tzavelis, S. Fielding, M. Browning, C. Chatten, B. Collins, B. Baily, M. Schreiber, M. Butler, and J. Allegretti to plan workstreams for follow-up items from weekly tax advisor call.	\$975.00	0.8	\$780.00
Hermanson, Tom	Weekly tax advisor call with D. Hoffman, E. Tzavelis, S. Fielding, M. Browning, C. Chatten, J. Forrest, B. Collins, B. Baily, M. Schreiber, M. Butler, J. Allegretti (all Deloitte), Weil tax team, Sears tax team, FTI Consulting, and Akin Gump regarding sta	\$850.00	0.9	\$765.00
Hoffman, David	Weekly tax advisor call with E. Tzavelis, S. Fielding, M. Browning, C. Chatten, J. Forrest, B. Collins, B. Baily, M. Schreiber, M. Butler, J. Allegretti (all Deloitte), Weil tax team, Sears tax team, FTI Consulting, and Akin Gump regarding status of tax a	\$850.00	1.0	\$850.00
Hoffman, David	Planning for and correspondence with E. Tzavelis (Deloitte) for Monday tax meeting at Sears in Hoffman Estates, IL.	\$850.00	0.5	\$425.00
Lowry, Jamie	Review changes to the state tax attribute reduction model related to the ESL redemption of stock.	\$595.00	0.2	\$119.00
Maxey, Tim	Call with C. Newport (Deloitte) to discuss additional research needed to estimate value of vehicles and updates to the schedule to estimate potential transfer tax on sale of vehicles.	\$450.00	0.2	\$90.00

Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/04/2019				
Maxey, Tim	Call with C. Newport (Deloitte) to discuss inventory schedule and vehicle value research needed to estimate potential transfer tax on sale of vehicles.	\$450.00	0.4	\$180.00
Maxey, Tim	Estimate value of each item in the vehicle fleet based on make, model, and year through internet research.	\$450.00	3.8	\$1,710.00
Maxey, Tim	Call with C. Newport (Deloitte) to discuss revisions to the schedule of estimated potential transfer tax on sale of vehicles.	\$450.00	0.2	\$90.00
Maxey, Tim	Update summary schedule for estimated sales tax amounts on vehicle inventory.	\$450.00	0.8	\$360.00
Newport, Cathy	Call with T. Maxey (Deloitte) to discuss additional research needed to estimate value of vehicles and updates to the schedule to estimate potential transfer tax on sale of vehicles.	\$725.00	0.2	\$145.00
Newport, Cathy	Call with J. Allegretti, M. Browning, E. Tzavelis, M. Butler, B. Sullivan, J. Espinola (all Deloitte) and D. Acquaviva, R. Boyle, L. Meerschaert and L. Valentino (Sears) to discuss the detail of the vehicle inventory schedule provided by the Company.	\$725.00	0.7	\$507.50
Newport, Cathy	Read research regarding casual sale exemption from California sales tax to assess whether the exemption may apply to sale of vehicles.	\$725.00	0.2	\$145.00
Newport, Cathy	Read research regarding casual sale exemption from Florida sales tax to assess whether the exemption may apply to sale of vehicles.	\$725.00	0.3	\$217.50
Newport, Cathy	Call with T. Maxey (Deloitte) to discuss inventory schedule and vehicle value research needed to estimate potential transfer tax on sale of vehicles.	\$725.00	0.4	\$290.00

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Sears Holdings Corporation

Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/04/2019				
Newport, Cathy	Call with A. Campbell (Deloitte) to discuss formating updates to the schedule of estimated potential transfer tax on sale of vehicles.	\$725.00	0.2	\$145.00
Newport, Cathy	Call with A. Campbell (Deloitte) to discuss sales tax rate research for the estimates of potential transfer tax on sale of vehicles.	\$725.00	0.3	\$217.50
Newport, Cathy	Review updated summary schedule to estimate potential transfer tax on sale of vehicles.	\$725.00	0.3	\$217.50
Newport, Cathy	Review estimated values of vehicles and sales tax rates used to estimated potential transfer tax on sale of vehicles and make corresponding updates to summary schedule.	\$725.00	2.1	\$1,522.50
Newport, Cathy	Review inventory schedule provided by the client to analyze for transfer tax on the sale of vehicles.	\$725.00	0.3	\$217.50
Newport, Cathy	Review preliminary draft of schedule to estimate potential transfer tax on sale of vehicles.	\$725.00	1.6	\$1,160.00
Newport, Cathy	Research North Carolina vehicle tax to assess whether exemptions may apply to the casual sale of vehicles.	\$725.00	0.2	\$145.00
Newport, Cathy	Research Texas motor vehicle sales tax to assess whether exemptions may apply to the casual sale of vehicles.	\$725.00	0.8	\$580.00
Newport, Cathy	Read research regarding casual sale exemption from Illinois sales tax to assess whether the exemption may apply to sale of vehicles.	\$725.00	0.3	\$217.50
Newport, Cathy	Read research regarding casual sale exemption from Maryland sales tax to assess whether the exemption may apply to sale of vehicles.	\$725.00	0.2	\$145.00
Newport, Cathy	Read research regarding casual sale exemption from New York sales tax to assess whether the exemption may apply to sale of vehicles.	\$725.00	0.2	\$145.00

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Sears Holdings Corporation

Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/04/2019				
Newport, Cathy	Read research regarding casual sale exemption from Ohio sales tax to assess whether the exemption may apply to sale of vehicles.	\$725.00	0.2	\$145.00
Newport, Cathy	Read research regarding casual sale exemption from Tennessee sales tax to assess whether the exemption may apply to sale of vehicles.	\$725.00	0.2	\$145.00
Newport, Cathy	Read research regarding casual sale exemption from Washington sales tax to assess whether the exemption may apply to sale of vehicles.	\$725.00	0.2	\$145.00
Newport, Cathy	Call with T. Maxey (Deloitte) to discuss revisions to the schedule of estimated potential transfer tax on sale of vehicles.	\$725.00	0.2	\$145.00
Savage, Tara	Review updated IRC Section 382 ownership change analysis for incorporation of redemption by ESL; draft email correspondence to J. Lowly and S. Presendiu (both Deloitte) regarding the same.	\$725.00	0.3	\$217.50
Schreiber, Mendy	Weekly tax advisor call with D. Hoffman, E. Tzavelis, S. Fielding, M. Browning, C. Chatten, J. Forrest, B. Collins, B. Baily, M. Butler, J. Allegretti, T. Hersonson (all Deloitte), Weil tax team, Sears tax team, FTI Consulting, and Akin Gump regarding sta	\$450.00	1.2	\$540.00
Schreiber, Mendy	Call with E. Tzavelis, S. Fielding, M. Browning, C. Chatten, J. Forrest, B. Collins, B. Baily, M. Butler, and J. Allegretti (all Deloitte) to plan workstreams for follow-up items from weekly weekly tax advisor call.	\$450.00	0.8	\$360.00
Sullivan, Brian	Review state transfer tax estimate in scenario where motor vehicles are re-titled.	\$850.00	1.3	\$1,105.00

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Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/04/2019				
Sullivan, Brian	Call with J. Allegretti, M. Browning, E. Tzavelis, M. Butler, J. Espinola, C. Newport (all Deloitte), and D. Acquaviva, R. Boyle, L. Meerschaert and L. Valentino (Sears) to discuss the detail of the vehicle inventory schedule provided.	\$850.00	0.7	\$595.00
Sullivan, Brian	Call with E. Tzavelis, S. Fielding, M. Browning, C. Chatten, and M. Butler (all Deloitte) regarding estimated transfer tax liability calculations.	\$850.00	0.6	\$510.00
Tzavelis, Elias	Weekly tax advisor call with D. Hoffman, S. Fielding, M. Browning, C. Chatten, J. Forrest, B. Collins, B. Baily, M. Schreiber, M. Butler, J. Allegretti, T. Hermanson (all Deloitte), Weil tax team, Sears tax team, FTI Consulting, and Akin Gump regarding st	\$850.00	1.2	\$1,020.00
Tzavelis, Elias	Call with S. Fielding, M. Browning, C. Chatten, and M. Butler (all Deloitte) regarding taxable income projection calculations.	\$850.00	0.4	\$340.00
Tzavelis, Elias	Call with S. Fielding, M. Browning, C. Chatten, J. Forrest, B. Baily, M. Butler, J. Allegretti (all Deloitte), and Sears tax team regarding tax basis, estimated taxable income, and other updates from weekly status call.	\$850.00	1.0	\$850.00
Tzavelis, Elias	Call with S. Fielding, M. Browning, C. Chatten, J. Forrest, B. Collins, B. Baily, M. Schreiber, M. Butler, and J. Allegretti (all Deloitte) to plan workstreams for follow-up items from weekly tax advisor call.	\$850.00	0.8	\$680.00
Tzavelis, Elias	Call with B. Sullivan, S. Fielding, M. Browning, C. Chatten, and M. Butler (all Deloitte) regarding estimated transfer tax liability calculations.	\$850.00	0.6	\$510.00
Tzavelis, Elias	Call with S. Fielding and M. Browning (both Deloitte) discussing FY2018 estimated taxable income schedule.	\$850.00	1.1	\$935.00

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Sears Holdings Corporation

Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/04/2019				
	Tzavelis, Elias Call with M. Browning (Deloitte) to discuss the vehicle schedule for transfer tax liability estimates.	\$850.00	0.5	\$425.00
	Tzavelis, Elias Call with J. Allegretti, M. Browning, M. Butler, B. Sullivan, J. Espinola, C. Newport (all Deloitte) and D. Acquaviva, R. Boyle, L. Meerschaert and L. Valentino (all Sears) to discuss the detail of the vehicle inventory schedule provided.	\$850.00	0.7	\$595.00
	Tzavelis, Elias Call with S. Fielding and M. Browning (both Deloitte) discussing illustrative restructuring alternatives slide deck.	\$850.00	0.4	\$340.00
01/05/2019				
	Browning, Maria Call with E. Tzavelis (Deloitte) to discuss revisions to illustrative restructuring alternatives summary outputs presentation related to tax treatment of liabilities subject to compromise	\$450.00	0.6	\$270.00
	Browning, Maria Update illustrative restructuring alternatives presentation pursuant to comments from E. Tzavelis (Deloitte).	\$450.00	2.7	\$1,215.00
	Tzavelis, Elias Call with M. Browning (Deloitte) to discuss revisions to illustrative restructuring alternatives summary outputs presentation related to tax treatment of liabilities subject to compromise	\$850.00	0.6	\$510.00
	Tzavelis, Elias Review and edit tax analysis in illustrative restructuring alternative summary outputs presentation for updated liabilities subject to compromise figures.	\$850.00	1.3	\$1,105.00
01/06/2019				
	Butler, Mike Review revised tax attribute reduction model for treatment of intercompany liabilities.	\$595.00	1.6	\$952.00

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Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/06/2019				
Butler, Mike	Review revised tax basis balance sheet and provide comments for the Company.	\$595.00	1.2	\$714.00
Collins, Bryan	Review materials regarding tax issues with section 363 sale.	\$975.00	0.6	\$585.00
01/07/2019				
Allegretti, Joe	Update tax attribute reduction model pursuant to discussions during internal meetings.	\$325.00	0.5	\$162.50
Allegretti, Joe	Meeting with M. Butler, E. Tzavelis, S. Fielding, M. Browning and C. Chatten (all Deloitte) regarding cancellation of debt income consequences arising from certain unsecured liabilities.	\$325.00	0.7	\$227.50
Allegretti, Joe	Meeting with B. Collins, M. Butler, E. Tzavelis, S. Fielding, M. Browning and C. Chatten (all Deloitte), L. Meerschaert, D. Meyer, and C. Olsen (Sears) regarding status of tax attribute reduction analysis and other deliverables.	\$325.00	0.7	\$227.50
Allegretti, Joe	Meeting with B. Collins, M. Butler, E. Tzavelis, S. Fielding, M. Browning, and C. Chatten (all Deloitte) regarding intercompany balances and debt agreements.	\$325.00	0.5	\$162.50
Allegretti, Joe	Meeting with D. Hoffman, E. Tzavelis, M. Butler, and M. Browning (all Deloitte) to discuss status of the restructuring slide deck, the updated tax attribute reduction model and subsequent steps for the different tax work streams.	\$325.00	1.1	\$357.50
Allegretti, Joe	Meeting with D. Hoffman, E. Tzavelis, S. Fielding, M. Browning, C. Chatten, and M. Butler (all Deloitte) regarding additional detail provided by D. Meyer (Sears) related to certain deferred tax adjustments.	\$325.00	0.7	\$227.50

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Sears Holdings Corporation

Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/07/2019				
Allegretti, Joe	Call with B. Sullivan, J. Espinola, T. Maxey, C. Newport, B. Collins, M. Butler, E. Tzavelis, S. Fielding, M. Browning and C. Chatten (all Deloitte) regarding potential transfer tax liability.	\$325.00	0.5	\$162.50
Allegretti, Joe	Meeting with B. Collins, D. Hoffman, E. Tzavelis, S. Fielding, M. Browning, C. Chatten, and M. Butler (all Deloitte) evaluating whether potential emergence transactions can qualify as a reorganization under IRC Section 368(a)(1)(G).	\$325.00	1.2	\$390.00
Allegretti, Joe	Meeting with B. Collins, D. Hoffman, E. Tzavelis, S. Fielding, M. Browning, C. Chatten, and M. Butler (all Deloitte) to assess the impact of a potential taxable asset transaction.	\$325.00	1.6	\$520.00
Allegretti, Joe	Meeting with B. Collins, E. Tzavelis, S. Fielding, M. Browning, C. Chatten, and M. Butler (all Deloitte) regarding latest ESL bid.	\$325.00	0.5	\$162.50
Allegretti, Joe	Meeting with B. Collins, M. Butler, E. Tzavelis, S. Fielding, M. Browning and C. Chatten (all Deloitte) regarding the application of an IRC Section 382(l)(5) election to a consolidated group.	\$325.00	0.7	\$227.50
Atwal, Justin	Perform data input for company file updates for stock basis study.	\$325.00	3.3	\$1,072.50
Atwal, Justin	Review data input completed by third party with regards to Sears stock basis study	\$325.00	0.8	\$260.00
Browning, Maria	Meeting with M. Butler, E. Tzavelis, S. Fielding, J. Allegretti, and C. Chatten (all Deloitte) regarding cancellation of debt income consequences arising from certain unsecured liabilities.	\$450.00	0.7	\$315.00
Browning, Maria	Meeting with B. Collins, M. Butler, E. Tzavelis, S. Fielding, J. Allegretti, and C. Chatten (all Deloitte) regarding the application of an IRC Section 382(l)(5) election to a consolidated group.	\$450.00	0.7	\$315.00

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Sears Holdings Corporation

Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/07/2019				
Browning, Maria	Meeting with B. Collins, M. Butler, E. Tzavelis, S. Fielding, J. Allegretti, C. Chatten (all Deloitte), L. Meerschaert, D. Meyer, and C. Olsen (Sears) regarding status of tax attribute reduction analysis and other deliverables.	\$450.00	0.7	\$315.00
Browning, Maria	Meeting with D. Hoffman, E. Tzavelis, M. Butler, and J. Allegretti (all Deloitte) to discuss status of the restructuring slide deck, the updated tax attribute reduction model and subsequent steps for the different tax work streams.	\$450.00	1.1	\$495.00
Browning, Maria	Meeting with D. Hoffman, E. Tzavelis, S. Fielding, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) regarding additional detail provided by D. Meyer (Sears) related to certain deferred tax adjustments.	\$450.00	0.7	\$315.00
Browning, Maria	Meeting with B. Collins, D. Hoffman, E. Tzavelis, S. Fielding, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) evaluating whether potential emergence transactions can qualify as a reorganization under IRC Section 368(a)(1)(G).	\$450.00	1.2	\$540.00
Browning, Maria	Meeting with B. Collins, D. Hoffman, E. Tzavelis, S. Fielding, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) to assess the impact of a potential taxable asset transaction.	\$450.00	1.6	\$720.00
Browning, Maria	Meeting with B. Collins, E. Tzavelis, S. Fielding, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) regarding latest ESL bid.	\$450.00	0.5	\$225.00
Browning, Maria	Meeting with B. Collins, M. Butler, E. Tzavelis, S. Fielding, J. Allegretti, and C. Chatten (all Deloitte) regarding intercompany balances and debt agreements.	\$450.00	0.5	\$225.00

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Sears Holdings Corporation

Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/07/2019				
Browning, Maria	Call with B. Sullivan, J. Espinola, T. Maxey, C. Newport, B. Collins, M. Butler, E. Tzavelis, S. Fielding, J. Allegretti, and C. Chatten (all Deloitte) regarding potential transfer tax liability.	\$450.00	0.5	\$225.00
Butler, Mike	Call with B. Sullivan, J. Espinola, T. Maxey, C. Newport, B. Collins, E. Tzavelis, S. Fielding, M. Browning, J. Allegretti, and C. Chatten (all Deloitte) regarding potential transfer tax liability.	\$595.00	0.5	\$297.50
Butler, Mike	Meeting with E. Tzavelis, S. Fielding, M. Browning, J. Allegretti, and C. Chatten (all Deloitte) regarding cancellation of debt income consequences arising from certain unsecured liabilities.	\$595.00	0.7	\$416.50
Butler, Mike	Meeting with B. Collins, D. Hoffman, E. Tzavelis, S. Fielding, M. Browning, C. Chatten, and J. Allegretti (all Deloitte) to asses the impact of a potential taxable asset transaction.	\$595.00	1.6	\$952.00
Butler, Mike	Meeting with B. Collins, D. Hoffman, E. Tzavelis, S. Fielding, M. Browning, C. Chatten, and J. Allegretti (all Deloitte) evaluating whether potential emergence transactions can qualify as a reorganization under IRC Section 368(a)(1)(G).	\$595.00	1.2	\$714.00
Butler, Mike	Meeting with D. Hoffman, E. Tzavelis, S. Fielding, M. Browning, C. Chatten, and J. Allegretti (all Deloitte) regarding additional detail provided by D. Meyer (Sears) related to certain deferred tax adjustments.	\$595.00	0.7	\$416.50
Butler, Mike	Meeting with E. Tzavelis, B. Collins, S. Fielding, (all Deloitte), M. Korycki (M-III), and J. Goodin (Sears) regarding outstanding creditors and ownership percentages.	\$595.00	0.3	\$178.50

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Sears Holdings Corporation

Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/07/2019				
Butler, Mike	Meeting with B. Collins, E. Tzavelis, S. Fielding, M. Browning, J. Allegretti, C. Chatten (all Deloitte), L. Meerschaert, D. Meyer, and C. Olsen (Sears) regarding status of tax attribute reduction analysis and other deliverables.	\$595.00	0.7	\$416.50
Butler, Mike	Meeting with D. Hoffman, E. Tzavelis, M. Browning and J. Allegretti (all Deloitte) to discuss status of the restructuring slide deck, the updated tax attribute reduction model and subsequent steps for the different tax work streams.	\$595.00	1.1	\$654.50
Butler, Mike	Meeting with B. Collins, E. Tzavelis, S. Fielding, M. Browning, C. Chatten, and J. Allegretti (all Deloitte) regarding latest ESL bid.	\$595.00	0.5	\$297.50
Butler, Mike	Meeting with B. Collins, E. Tzavelis, S. Fielding, M. Browning, J. Allegretti, and C. Chatten (all Deloitte) regarding intercompany balances and debt agreements.	\$595.00	0.5	\$297.50
Butler, Mike	Meeting with B. Collins, E. Tzavelis, S. Fielding, M. Browning, J. Allegretti, and C. Chatten (all Deloitte) regarding the application of an IRC Section 382(l)(5) election to a consolidated group.	\$595.00	0.7	\$416.50
Chatten, Colin	Review Sears Holdings Corporation's debt agreements to assess whether they qualify as a security for tax reorganization purposes.	\$325.00	1.1	\$357.50
Chatten, Colin	Meeting with B. Collins, M. Butler, E. Tzavelis, S. Fielding, M. Browning, J. Allegretti, (all Deloitte), L. Meerschaert, D. Meyer, and C. Olsen (Sears) regarding status of tax attribute reduction analysis and other deliverables.	\$325.00	0.7	\$227.50

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Sears Holdings Corporation

Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/07/2019				
Chatten, Colin	Meeting with D. Hoffman, E. Tzavelis, S. Fielding, M. Browning, M. Butler, and J. Allegretti (all Deloitte) regarding additional detail provided by D. Meyer (Sears) related to certain deferred tax adjustments.	\$325.00	0.7	\$227.50
Chatten, Colin	Research case law and revenue rulings relating to reorganizations under IRC Section 368(a)(1)(G).	\$325.00	1.0	\$325.00
Chatten, Colin	Meeting with M. Butler, E. Tzavelis, S. Fielding, M. Browning, and J. Allegretti (all Deloitte) regarding cancellation of debt income consequences arising from certain unsecured liabilities.	\$325.00	0.7	\$227.50
Chatten, Colin	Meeting with B. Collins, D. Hoffman, E. Tzavelis, S. Fielding, M. Browning, M. Butler, and J. Allegretti (all Deloitte) to assess the impact of a potential taxable asset transaction.	\$325.00	1.6	\$520.00
Chatten, Colin	Meeting with B. Collins, E. Tzavelis, S. Fielding, M. Browning, M. Butler, and J. Allegretti (all Deloitte) regarding latest ESL bid.	\$325.00	0.5	\$162.50
Chatten, Colin	Meeting with B. Collins, M. Butler, E. Tzavelis, S. Fielding, M. Browning, and J. Allegretti (all Deloitte) regarding intercompany balances and debt agreements.	\$325.00	0.5	\$162.50
Chatten, Colin	Meeting with B. Collins, M. Butler, E. Tzavelis, S. Fielding, M. Browning, and J. Allegretti (all Deloitte) regarding status of certain deliverables.	\$325.00	0.7	\$227.50
Chatten, Colin	Meeting with B. Collins, D. Hoffman, E. Tzavelis, S. Fielding, M. Browning, M. Butler, and J. Allegretti (all Deloitte) evaluating whether potential emergence transactions can qualify as a reorganization under IRC Section 368(a)(1)(G).	\$325.00	1.2	\$390.00

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Sears Holdings Corporation

Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/07/2019				
Chatten, Colin	Call with B. Sullivan, J. Espinola, T. Maxey, C. Newport, B. Collins, M. Butler, E. Tzavelis, S. Fielding, M. Browning, and J. Allegretti (all Deloitte) regarding potential transfer tax liability.	\$325.00	0.5	\$162.50
Collins, Bryan	Call with B. Sullivan, J. Espinola, T. Maxey, C. Newport, M. Butler, E. Tzavelis, S. Fielding, M. Browning, J. Allegretti, and C. Chatten (all Deloitte) regarding potential transfer tax liability.	\$975.00	0.5	\$487.50
Collins, Bryan	Meeting with M. Butler, E. Tzavelis, S. Fielding, M. Browning, J. Allegretti, C. Chatten (all Deloitte), L. Meerschaert, D. Meyer, and C. Olsen (Sears) regarding status of tax attribute reduction analysis and other deliverables.	\$975.00	0.7	\$682.50
Collins, Bryan	Meeting with M. Butler, E. Tzavelis, S. Fielding, M. Browning, J. Allegretti, and C. Chatten (all Deloitte) regarding intercompany balances and debt agreements.	\$975.00	0.5	\$487.50
Collins, Bryan	Meeting with M. Butler, E. Tzavelis, S. Fielding, M. Browning, J. Allegretti, and C. Chatten (all Deloitte) regarding the application of an IRC Section 382(l)(5) election to a consolidated group.	\$975.00	0.7	\$682.50
Collins, Bryan	Meeting with D. Hoffman, E. Tzavelis, S. Fielding, M. Browning, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) to assess the impact of a potential taxable asset transaction.	\$975.00	1.6	\$1,560.00
Collins, Bryan	Meeting with E. Tzavelis, S. Fielding, M. Browning, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) regarding latest ESL bid.	\$975.00	0.5	\$487.50
Collins, Bryan	Meeting with E. Tzavelis, S. Fielding, M. Butler (all Deloitte), M. Korycki (M-III), and J. Goodin (Sears) regarding outstanding creditors and ownership percentages.	\$975.00	0.3	\$292.50

Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/07/2019				
Collins, Bryan	Meeting with D. Hoffman, E. Tzavelis, S. Fielding, M. Browning, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) evaluating whether potential emergence transactions can qualify as a reorganization under IRC Section 368(a)(1)(G).	\$975.00	1.2	\$1,170.00
Espinola, Jonathan	Review apportionment research for South Carolina for state tax model.	\$595.00	0.4	\$238.00
Espinola, Jonathan	Review apportionment research for Tennessee for state tax model.	\$595.00	0.4	\$238.00
Espinola, Jonathan	Review apportionment research for Texas for state tax model.	\$595.00	0.4	\$238.00
Espinola, Jonathan	Review apportionment research for Utah for state tax model.	\$595.00	0.4	\$238.00
Espinola, Jonathan	Review apportionment research for Vermont for state tax model.	\$595.00	0.4	\$238.00
Espinola, Jonathan	Review apportionment research for Virginia for state tax model.	\$595.00	0.4	\$238.00
Espinola, Jonathan	Reaview email correspondence regarding fleet sales tax.	\$595.00	0.2	\$119.00
Espinola, Jonathan	Review apportionment research for Oklahoma for state tax attribute reduction model.	\$595.00	0.4	\$238.00
Espinola, Jonathan	Review apportionment research for Oregon for state tax attribute reduction model.	\$595.00	0.4	\$238.00
Espinola, Jonathan	Review apportionment research for Pennsylvania for state tax model.	\$595.00	0.4	\$238.00
Espinola, Jonathan	Review apportionment research for Rhode Island for state tax model.	\$595.00	0.4	\$238.00
Espinola, Jonathan	Review apportionment research for West Virginia for state tax model.	\$595.00	0.4	\$238.00
Espinola, Jonathan	Review apportionment research for Wisconsin for state tax model.	\$595.00	0.4	\$238.00

Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/07/2019				
Espinola, Jonathan	Call with B. Sullivan, T. Maxey, C. Newport, B. Collins, M. Butler, E. Tzavelis, S. Fielding, M. Browning, J. Allegretti, and C. Chatten (all Deloitte) regarding potential transfer tax liability.	\$595.00	0.5	\$297.50
Fielding, Stephen	Meeting with B. Collins, E. Tzavelis, M. Browning, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) regarding latest ESL bid.	\$595.00	0.5	\$297.50
Fielding, Stephen	Meeting with D. Hoffman, E. Tzavelis, M. Browning, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) regarding additional detail provided by D. Meyer (Sears) related to certain deferred tax adjustments.	\$595.00	0.7	\$416.50
Fielding, Stephen	Meeting with E. Tzavelis, B. Collins, M. Butler (all Deloitte), M. Korycki (M-III), and J. Goodin (Sears) regarding outstanding creditors and ownership percentages.	\$595.00	0.3	\$178.50
Fielding, Stephen	Meeting with B. Collins, M. Butler, E. Tzavelis, M. Browning, J. Allegretti, and C. Chatten (all Deloitte) regarding intercompany balances and debt agreements.	\$595.00	0.5	\$297.50
Fielding, Stephen	Meeting with B. Collins, M. Butler, E. Tzavelis, M. Browning, J. Allegretti, and C. Chatten (all Deloitte) regarding the application of an IRC Section 382(l) (5) election to a consolidated group.	\$595.00	0.7	\$416.50
Fielding, Stephen	Meeting with B. Collins, M. Butler, E. Tzavelis, M. Browning, J. Allegretti, C. Chatten (all Deloitte), L. Meerschaert, D. Meyer, and C. Olsen (Sears) regarding status of tax attribute reduction analysis and other deliverables.	\$595.00	0.7	\$416.50

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Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/07/2019				
Fielding, Stephen	Meeting with B. Collins, D. Hoffman, E. Tzavelis, M. Browning, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) evaluating whether potential emergence transactions can qualify as a reorganization under IRC Section 368(a)(1)(G).	\$595.00	1.2	\$714.00
Fielding, Stephen	Meeting with B. Collins, D. Hoffman, E. Tzavelis, M. Browning, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) to assess the impact of a potential taxable asset transaction	\$595.00	1.6	\$952.00
Fielding, Stephen	Call with B. Sullivan, J. Espinola, T. Maxey, C. Newport, B. Collins, M. Butler, E. Tzavelis, M. Browning, J. Allegretti, and C. Chatten (all Deloitte) regarding potential transfer tax liability.	\$595.00	0.5	\$297.50
Fielding, Stephen	Meeting with M. Butler, E. Tzavelis, M. Browning, J. Allegretti, and C. Chatten (all Deloitte) regarding cancellation of debt income consequences arising from certain unsecured liabilities.	\$595.00	0.7	\$416.50
Hoffman, David	Meeting with E. Tzavelis, S. Fielding, M. Browning, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) regarding additional detail provided by D. Meyer (Sears) related to certain deferred tax adjustments.	\$850.00	0.7	\$595.00
Hoffman, David	Meeting with B. Collins, E. Tzavelis, S. Fielding, M. Browning, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) evaluating whether potential emergence transactions can qualify as a reorganization under IRC Section 368(a)(1)(G).	\$850.00	1.2	\$1,020.00
Hoffman, David	Meeting with B. Collins, E. Tzavelis, S. Fielding, M. Browning, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) to assess the impact of a potential taxable asset transaction.	\$850.00	1.6	\$1,360.00

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Sears Holdings Corporation

Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/07/2019				
Hoffman, David	Meeting with E. Tzavelis, M. Butler, M. Browning, and J. Allegretti (all Deloitte) to discuss status of the restructuring slide deck, the updated tax attribute reduction model and subsequent steps for the different tax work streams.	\$850.00	1.1	\$935.00
Hospodarsky, Sara	Perform data entry for company file updates for stock basis analysis.	\$325.00	5.8	\$1,885.00
Lowry, Jamie	Draft correspondence to Deloitte state tax team regarding review of updated state tax attribute reduction model and memo.	\$595.00	0.8	\$476.00
Maxey, Tim	Call with B. Sullivan, J. Espinola, C. Newport, B. Collins, M. Butler, E. Tzavelis, S. Fielding, M. Browning, J. Allegretti, and C. Chatten (all Deloitte) regarding potential transfer tax liability.	\$450.00	0.5	\$225.00
Newport, Cathy	Review updates to estimated transfer tax on sale of fleet analysis.	\$725.00	0.2	\$145.00
Newport, Cathy	Call with B. Sullivan, J. Espinola, T. Maxey, B. Collins, M. Butler, E. Tzavelis, S. Fielding, M. Browning, J. Allegretti, and C. Chatten (all Deloitte) regarding potential transfer tax liability.	\$725.00	0.5	\$362.50
Schreiber, Mendy	Research requirements for an IRC Section 368(a)(1)(G) reorganization.	\$450.00	2.0	\$900.00
Sullivan, Brian	Call with J. Espinola, T. Maxey, C. Newport, B. Collins, M. Butler, E. Tzavelis, S. Fielding, M. Browning, J. Allegretti, and C. Chatten (all Deloitte) regarding potential transfer tax liability.	\$850.00	0.5	\$425.00
Tzavelis, Elias	Meeting with M. Butler, S. Fielding, M. Browning, J. Allegretti, and C. Chatten (all Deloitte) regarding cancellation of debt income consequences arising from certain unsecured liabilities.	\$850.00	0.7	\$595.00
Tzavelis, Elias	Meeting with B. Collins, S. Fielding, M. Browning, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) regarding latest ESL bid.	\$850.00	0.5	\$425.00

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Sears Holdings Corporation

Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/07/2019				
Tzavelis, Elias	Meeting with B. Collins, S. Fielding, M. Butler (all Deloitte), M. Korycki (M-III), and J. Goodin (Sears) regarding outstanding creditors and ownership percentages.	\$850.00	0.3	\$255.00
Tzavelis, Elias	Meeting with D. Hoffman, M. Butler, M. Browning, and J. Allegretti (all Deloitte) to discuss status of the restructuring slide deck, the updated tax attribute reduction model and subsequent steps for the different tax work streams.	\$850.00	1.1	\$935.00
Tzavelis, Elias	Meeting with D. Hoffman, S. Fielding, M. Browning, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) regarding additional detail provided by D. Meyer (Sears) related to certain deferred tax adjustments.	\$850.00	0.7	\$595.00
Tzavelis, Elias	Meeting with B. Collins, D. Hoffman, S. Fielding, M. Browning, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) evaluating whether potential emergence transactions can qualify as a reorganization under IRC Section 368(a)(1)(G).	\$850.00	1.2	\$1,020.00
Tzavelis, Elias	Meeting with B. Collins, D. Hoffman, S. Fielding, M. Browning, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) to assess the impact of a potential taxable asset transaction.	\$850.00	1.6	\$1,360.00
Tzavelis, Elias	Meeting with B. Collins, M. Butler, S. Fielding, M. Browning, J. Allegretti, and C. Chatten (all Deloitte) regarding the application of an IRC Section 382(l)(5) election to a consolidated group.	\$850.00	0.7	\$595.00
Tzavelis, Elias	Meeting with B. Collins, M. Butler, S. Fielding, M. Browning, J. Allegretti, and C. Chatten (all Deloitte) regarding intercompany balances and debt agreements.	\$850.00	0.5	\$425.00

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Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees	
<i>Tax Restructuring Services</i>					
01/07/2019					
	Tzavelis, Elias	Meeting with B. Collins, M. Butler, S. Fielding, M. Browning, J. Allegretti, C. Chatten (all Deloitte), L. Meerschaert, D. Meyer, and C. Olsen (all Sears) regarding status of tax attribute reduction analysis and other deliverables.	\$850.00	0.7	\$595.00
	Tzavelis, Elias	Call with B. Sullivan, J. Espinola, T. Maxey, C. Newport, B. Collins, M. Butler, S. Fielding, M. Browning, J. Allegretti, and C. Chatten (all Deloitte) regarding potential transfer tax liability.	\$850.00	0.5	\$425.00
01/08/2019					
	Allegretti, Joe	Meeting with B. Collins, M. Browning, S. Fielding, E. Tzavelis, M. Butler, and C. Chatten (all Deloitte) regarding tax attribute reduction analysis.	\$325.00	1.3	\$422.50
	Allegretti, Joe	Meeting with B. Collins, M. Butler and B. Baily (all Deloitte) to discuss the preliminary solvency calculation based on 2018 book balances on an entity-by-entity basis.	\$325.00	0.8	\$260.00
	Allegretti, Joe	Call with B. Sullivan, B. Baily, B. Collins, M. Browning, S. Fielding, E. Tzavelis, M. Butler, C. Chatten (all Deloitte), Weil tax team, and Sears tax team regarding outstanding state tax and transfer tax issues for an upcoming transaction.	\$325.00	0.6	\$195.00
	Allegretti, Joe	Call with B. Sullivan, B. Baily, M. Browning, M. Butler, and C. Chatten (all Deloitte) to follow up on outstanding state tax and transfer tax issues for an upcoming transaction after discussions with Weil and Sears tax teams.	\$325.00	0.3	\$97.50
	Allegretti, Joe	Call with J. Forrest, B. Collins, E. Tzavelis, S. Fielding, M. Browning, C. Chatten, M. Butler, B. Baily, and M. Schreiber (all Deloitte) regarding status of emergence transaction and potential structuring issues.	\$325.00	0.4	\$130.00

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Sears Holdings Corporation

Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/08/2019				
Allegretti, Joe	Call with K. Corrigan, B. Baily, B. Collins, M. Browning, S. Fielding, E. Tzavelis, M. Butler, and C. Chatten (all Deloitte) regarding preliminary stock basis estimates.	\$325.00	0.3	\$97.50
Allegretti, Joe	Meeting with B. Baily, B. Collins, M. Browning, S. Fielding, E. Tzavelis, M. Butler, and C. Chatten (all Deloitte) regarding likelihood of emergence transaction qualifying as a Section 368 (a)(1)(G) reorganization.	\$325.00	1.5	\$487.50
Allegretti, Joe	Meeting with B. Baily, B. Collins, M. Browning, S. Fielding, E. Tzavelis, M. Butler, and C. Chatten (all Deloitte) regarding tax implications of sale of intercompany notes.	\$325.00	0.3	\$97.50
Allegretti, Joe	Meeting with B. Baily, B. Collins, J. Allegretti, M. Browning, S. Fielding, E. Tzavelis, M. Butler, and C. Chatten (all Deloitte) regarding revisions to illustrative restructuring alternatives deck.	\$325.00	1.2	\$390.00
Allegretti, Joe	Meeting with B. Baily, B. Collins, M. Browning, S. Fielding, E. Tzavelis, M. Butler, and C. Chatten (all Deloitte) discussing and evaluating potential structuring alternatives of emergence transaction.	\$325.00	0.5	\$162.50
Allegretti, Joe	Meeting with B. Baily, B. Collins, M. Browning, S. Fielding, E. Tzavelis, M. Butler, and C. Chatten (all Deloitte) regarding implications of intercompany obligations on structure of emergence transaction.	\$325.00	0.9	\$292.50
Allegretti, Joe	Meeting with B. Baily, M. Browning, M. Butler, and C. Chatten (all Deloitte) regarding tax attribute reduction model.	\$325.00	0.7	\$227.50
Allegretti, Joe	Meeting with M. Butler (Deloitte) to discuss the updates to the 2018 tax basis balance sheet deferred tax adjustments based on responses from the Sears tax team.	\$325.00	0.7	\$227.50

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Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/08/2019				
Allegretti, Joe	Update the 2018 tax basis balance sheet based on discussion with M. Butler (Deloitte) and comments from Sears tax team.	\$325.00	0.8	\$260.00
Atwal, Justin	Review data input completed by TCI with regards to the sears basis study.	\$325.00	0.8	\$260.00
Atwal, Justin	Perform data input for Sears basis study.	\$325.00	5.7	\$1,852.50
Baily, Brianna	Meeting with B. Collins, J. Allegretti, and M. Butler (all Deloitte) to discuss the preliminary solvency calculation based on 2018 book balances on an entity-by-entity basis	\$595.00	0.8	\$476.00
Baily, Brianna	Call with J. Forrest, B. Collins, E. Tzavelis, S. Fielding, M. Browning, C. Chatten, M. Butler, J. Allegretti, and M. Schreiber (all Deloitte) regarding status of emergence transaction and potential structuring issues	\$595.00	0.4	\$238.00
Baily, Brianna	Meeting with J. Allegretti, M. Browning, M. Butler, and C. Chatten (all Deloitte) regarding tax attribute reduction model	\$595.00	0.7	\$416.50
Baily, Brianna	Meeting with B. Collins, J. Allegretti, M. Browning, S. Fielding, E. Tzavelis, M. Butler, and C. Chatten (all Deloitte) regarding revisions to illustrative restructuring alternatives deck	\$595.00	1.2	\$714.00
Baily, Brianna	Meeting with B. Collins, J. Allegretti, M. Browning, S. Fielding, E. Tzavelis, M. Butler, and C. Chatten (all Deloitte) regarding tax implications of sale of intercompany notes	\$595.00	0.3	\$178.50
Baily, Brianna	Call with K. Corrigan, B. Collins, J. Allegretti, M. Browning, S. Fielding, E. Tzavelis, M. Butler, and C. Chatten (all Deloitte) regarding preliminary stock basis estimates.	\$595.00	0.3	\$178.50
Baily, Brianna	Research into 2015 revenue rulings and related articles, and private letter rulling on upstream IRC Section 168(a) (1)(C) reorganizations.	\$595.00	1.2	\$714.00

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Sears Holdings Corporation

Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/08/2019				
Baily, Brianna	Call with B. Sullivan, B. Collins, J. Allegretti, M. Browning, S. Fielding, E. Tzavelis, M. Butler, C. Chatten (all Deloitte), Weil tax team, and Sears tax team regarding outstanding state tax and transfer tax issues for an upcoming transaction.	\$595.00	0.6	\$357.00
Baily, Brianna	Call with B. Sullivan, J. Allegretti, M. Browning, M. Butler, and C. Chatten (all Deloitte) to follow up on outstanding state tax and transfer tax issues for an upcoming transaction after discussions with Weil and Sears tax teams.	\$595.00	0.3	\$178.50
Baily, Brianna	Meeting with B. Collins, J. Allegretti, M. Browning, S. Fielding, E. Tzavelis, M. Butler, and C. Chatten (all Deloitte) discussing and evaluating potential structuring alternatives of emergence transaction.	\$595.00	0.5	\$297.50
Baily, Brianna	Meeting with B. Collins, J. Allegretti, M. Browning, S. Fielding, E. Tzavelis, M. Butler, and C. Chatten (all Deloitte) regarding implications of intercompany obligations on structure of emergence transaction	\$595.00	0.9	\$535.50
Baily, Brianna	Meeting with B. Collins, J. Allegretti, M. Browning, S. Fielding, E. Tzavelis, M. Butler, and C. Chatten (all Deloitte) regarding likelihood of emergence transaction qualifying as a Section 368 (a)(1)(G) reorganization	\$595.00	1.5	\$892.50
Browning, Maria	Meeting with B. Baily, J. Allegretti, M. Butler, and C. Chatten (all Deloitte) regarding tax attribute reduction model.	\$450.00	0.7	\$315.00
Browning, Maria	Meeting with B. Baily, B. Collins, J. Allegretti, S. Fielding, E. Tzavelis, M. Butler, and C. Chatten (all Deloitte) regarding implications of intercompany obligations on structure of emergence transaction.	\$450.00	0.9	\$405.00

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Sears Holdings Corporation

Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/08/2019				
Browning, Maria	Meeting with B. Baily, B. Collins, J. Allegretti, S. Fielding, E. Tzavelis, M. Butler, and C. Chatten (all Deloitte) regarding likelihood of emergence transaction qualifying as a Section 368 (a)(1)(G) reorganization.	\$450.00	1.5	\$675.00
Browning, Maria	Meeting with B. Baily, B. Collins, J. Allegretti, S. Fielding, E. Tzavelis, M. Butler, and C. Chatten (all Deloitte) regarding revisions to illustrative restructuring alternatives deck.	\$450.00	1.2	\$540.00
Browning, Maria	Meeting with B. Baily, B. Collins, J. Allegretti, S. Fielding, E. Tzavelis, M. Butler, and C. Chatten (all Deloitte) regarding tax implications of sale of intercompany notes.	\$450.00	0.3	\$135.00
Browning, Maria	Call with J. Forrest, B. Collins, E. Tzavelis, S. Fielding, C. Chatten, M. Butler, J. Allegretti, B. Baily, and M. Schreiber (all Deloitte) regarding status of emergence transaction and potential structuring issues.	\$450.00	0.4	\$180.00
Browning, Maria	Meeting with B. Baily, B. Collins, J. Allegretti, S. Fielding, E. Tzavelis, M. Butler, and C. Chatten (all Deloitte) discussing and evaluating potential structuring alternatives of emergence transaction.	\$450.00	0.5	\$225.00
Browning, Maria	Meeting with B. Collins, J. Allegretti, S. Fielding, E. Tzavelis, M. Butler, and C. Chatten (all Deloitte) regarding tax attribute reduction analysis.	\$450.00	1.3	\$585.00
Browning, Maria	Call with K. Corrigan, B. Baily, B. Collins, J. Allegretti, S. Fielding, E. Tzavelis, M. Butler, and C. Chatten (all Deloitte) regarding preliminary stock basis estimates.	\$450.00	0.3	\$135.00

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Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/08/2019				
Browning, Maria	Call with B. Sullivan, B. Baily, B. Collins, J. Allegretti, S. Fielding, E. Tzavelis, M. Butler, C. Chatten (all Deloitte), Weil tax team, and Sears tax team regarding outstanding state tax and transfer tax issues for an upcoming transaction.	\$450.00	0.6	\$270.00
Browning, Maria	Call with B. Sullivan, B. Baily, J. Allegretti, M. Butler, and C. Chatten (all Deloitte) to follow up on outstanding state tax and transfer tax issues for an upcoming transaction after discussions with Weil and Sears tax teams.	\$450.00	0.3	\$135.00
Butler, Mike	Meeting with B. Collins, J. Allegretti, M. Browning, S. Fielding, E. Tzavelis, and C. Chatten (all Deloitte) regarding tax attribute reduction analysis.	\$595.00	1.3	\$773.50
Butler, Mike	Meeting with B. Collins, J. Allegretti, M. Butler and B. Baily (all Deloitte) to discuss the preliminary solvency calculation based on 2018 book balances on an entity-by-entity basis	\$595.00	0.8	\$476.00
Butler, Mike	Meeting with J. Allegretti (Deloitte) to discuss the updates to the 2018 tax basis balance sheet deferred tax adjustments based on responses from the Sears tax team.	\$595.00	0.7	\$416.50
Butler, Mike	Meeting with B. Baily, J. Allegretti, M. Browning, and C. Chatten (all Deloitte) regarding tax attribute reduction model.	\$595.00	0.7	\$416.50
Butler, Mike	Meeting with B. Baily, B. Collins, J. Allegretti, M. Browning, S. Fielding, E. Tzavelis, and C. Chatten (all Deloitte) discussing and evaluating potential structuring alternatives of emergence transaction.	\$595.00	0.5	\$297.50
Butler, Mike	Meeting with B. Baily, B. Collins, J. Allegretti, M. Browning, S. Fielding, E. Tzavelis, and C. Chatten (all Deloitte) regarding implications of intercompany obligations on structure of emergence transaction.	\$595.00	0.9	\$535.50

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Sears Holdings Corporation

Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/08/2019				
Butler, Mike	Meeting with B. Baily, B. Collins, J. Allegretti, M. Browning, S. Fielding, E. Tzavelis, and C. Chatten (all Deloitte) regarding revisions to illustrative restructuring alternatives deck.	\$595.00	1.2	\$714.00
Butler, Mike	Meeting with B. Baily, B. Collins, J. Allegretti, M. Browning, S. Fielding, E. Tzavelis, and C. Chatten (all Deloitte) regarding tax implications of sale of intercompany notes.	\$595.00	0.3	\$178.50
Butler, Mike	Meeting with B. Baily, B. Collins, J. Allegretti, M. Browning, S. Fielding, E. Tzavelis, and C. Chatten (all Deloitte) regarding likelihood of emergence transaction qualifying as an IRC Section 368(a)(1)(G) reorganization.	\$595.00	1.5	\$892.50
Butler, Mike	Call with K. Corrigan, B. Baily, B. Collins, J. Allegretti, M. Browning, S. Fielding, E. Tzavelis, and C. Chatten (all Deloitte) regarding preliminary stock basis estimates.	\$595.00	0.3	\$178.50
Butler, Mike	Call with J. Forrest, B. Collins, E. Tzavelis, S. Fielding, M. Browning, C. Chatten, J. Allegretti, B. Baily, and M. Schreiber (all Deloitte) regarding status of emergence transaction and potential structuring issues.	\$595.00	0.4	\$238.00
Butler, Mike	Call with B. Sullivan, B. Baily, B. Collins, J. Allegretti, M. Browning, S. Fielding, E. Tzavelis, C. Chatten (all Deloitte), Weil tax team, and Sears tax team regarding outstanding state tax and transfer tax issues for an upcoming transaction.	\$595.00	0.6	\$357.00
Butler, Mike	Call with B. Sullivan, B. Baily, J. Allegretti, M. Browning, and C. Chatten (all Deloitte) to follow up on outstanding state tax and transfer tax issues for an upcoming transaction after discussions with Weil and Sears tax teams.	\$595.00	0.3	\$178.50

Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/08/2019				
Butler, Mike	Review revised cancellation of debt calculation and assumptions for tax attribute reduction model.	\$595.00	1.2	\$714.00
Chatten, Colin	Call with B. Sullivan, S. Fielding, E. Tzavelis (all Deloitte), M. Korycki, W. Gallagher, and N. Zatzkin (M-III) regarding real estate valuation.	\$325.00	0.5	\$162.50
Chatten, Colin	Create schedule of intercompany balances labeled as gridnotes in various documents provided by management.	\$325.00	1.4	\$455.00
Chatten, Colin	Meeting with B. Baily, J. Allegretti, M. Browning, and M. Butler (all Deloitte) regarding tax attribute reduction model.	\$325.00	0.7	\$227.50
Chatten, Colin	Meeting with B. Baily, B. Collins, J. Allegretti, M. Browning, S. Fielding, E. Tzavelis, and M. Butler (all Deloitte) discussing and evaluating potential structuring alternatives of emergence transaction.	\$325.00	0.5	\$162.50
Chatten, Colin	Meeting with B. Baily, B. Collins, J. Allegretti, M. Browning, S. Fielding, E. Tzavelis, and M. Butler (all Deloitte) regarding implications of intercompany obligations on structure of emergence transaction.	\$325.00	0.9	\$292.50
Chatten, Colin	Meeting with B. Baily, B. Collins, J. Allegretti, M. Browning, S. Fielding, E. Tzavelis, and M. Butler (all Deloitte) regarding likelihood of emergence transaction qualifying as an IRC Section 368(a)(1)(G) reorganization.	\$325.00	1.5	\$487.50
Chatten, Colin	Meeting with B. Baily, B. Collins, J. Allegretti, M. Browning, S. Fielding, E. Tzavelis, and M. Butler (all Deloitte) regarding revisions to illustrative restructuring alternatives deck.	\$325.00	1.2	\$390.00

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Sears Holdings Corporation

Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/08/2019				
Chatten, Colin	Meeting with B. Baily, B. Collins, J. Allegretti, M. Browning, S. Fielding, E. Tzavelis, and M. Butler (all Deloitte) regarding tax implications of sale of intercompany notes.	\$325.00	0.3	\$97.50
Chatten, Colin	Call with J. Forrest, B. Collins, E. Tzavelis, S. Fielding, M. Browning, M. Butler, J. Allegretti, B. Baily, and M. Schreiber (all Deloitte) regarding status of emergence transaction and potential structuring issues.	\$325.00	0.4	\$130.00
Chatten, Colin	Call with B. Sullivan, B. Baily, B. Collins, J. Allegretti, M. Browning, S. Fielding, E. Tzavelis, M. Butler (all Deloitte), Weil tax team, and Sears tax team regarding outstanding state tax and transfer tax issues for an upcoming transaction.	\$325.00	0.6	\$195.00
Chatten, Colin	Call with B. Sullivan, B. Baily, J. Allegretti, M. Browning, and M. Butler (all Deloitte) to follow up on outstanding state tax and transfer tax issues for an upcoming transaction after discussions with Weil and Sears tax teams.	\$325.00	0.3	\$97.50
Chatten, Colin	Meeting with B. Collins, J. Allegretti, M. Browning, S. Fielding, E. Tzavelis, and M. Butler (all Deloitte) regarding tax attribute reduction analysis.	\$325.00	1.3	\$422.50
Chatten, Colin	Research case law and revenue rulings relating to reorganizations under IRC Section 368(a)(1)(G).	\$325.00	3.7	\$1,202.50
Chatten, Colin	Call with K. Corrigan, B. Baily, B. Collins, J. Allegretti, M. Browning, S. Fielding, E. Tzavelis, and M. Butler (all Deloitte) regarding preliminary stock basis estimates.	\$325.00	0.3	\$97.50

Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/08/2019				
Collins, Bryan	Meeting with B. Baily, J. Allegretti, M. Browning, S. Fielding, E. Tzavelis, M. Butler, and C. Chatten (all Deloitte) discussing and evaluating potential structuring alternatives of emergence transaction.	\$975.00	0.5	\$487.50
Collins, Bryan	Meeting with B. Baily, J. Allegretti, M. Browning, S. Fielding, E. Tzavelis, M. Butler, and C. Chatten (all Deloitte) regarding implications of intercompany obligations on structure of emergence transaction.	\$975.00	0.9	\$877.50
Collins, Bryan	Meeting with B. Baily, J. Allegretti, M. Browning, S. Fielding, E. Tzavelis, M. Butler, and C. Chatten (all Deloitte) regarding likelihood of emergence transaction qualifying as an IRC Section 368(a)(1)(G) reorganization.	\$975.00	1.5	\$1,462.50
Collins, Bryan	Meeting with B. Baily, J. Allegretti, M. Browning, S. Fielding, E. Tzavelis, M. Butler, and C. Chatten (all Deloitte) regarding revisions to illustrative restructuring alternatives deck.	\$975.00	1.2	\$1,170.00
Collins, Bryan	Meeting with B. Baily, J. Allegretti, M. Browning, S. Fielding, E. Tzavelis, M. Butler, and C. Chatten (Deloitte) regarding tax implications of sale of intercompany notes.	\$975.00	0.3	\$292.50
Collins, Bryan	Meeting with J. Allegretti, M. Browning, S. Fielding, E. Tzavelis, M. Butler, and C. Chatten (all Deloitte) regarding tax attribute reduction analysis.	\$975.00	1.3	\$1,267.50
Collins, Bryan	Meeting with J. Allegretti, M. Butler, and B. Baily (all Deloitte) to discuss the preliminary solvency calculation based on 2018 book balances on an entity-by-entity basis.	\$975.00	0.8	\$780.00

Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/08/2019				
Collins, Bryan	Call with B. Sullivan, B. Baily, J. Allegretti, M. Browning, S. Fielding, E. Tzavelis, M. Butler, C. Chatten (all Deloitte), Weil tax team, and Sears tax team regarding outstanding state tax and transfer tax issues for an upcoming transaction.	\$975.00	0.6	\$585.00
Collins, Bryan	Call with J. Forrest, E. Tzavelis, S. Fielding, M. Browning, C. Chatten, M. Butler, J. Allegretti, B. Baily, and M. Schreiber (all Deloitte) regarding status of emergence transaction and potential structuring issues.	\$975.00	0.4	\$390.00
Collins, Bryan	Call with K. Corrigan, B. Baily, J. Allegretti, M. Browning, S. Fielding, E. Tzavelis, M. Butler, and C. Chatten (all Deloitte) regarding preliminary stock basis estimates.	\$975.00	0.3	\$292.50
Collins, Bryan	Call with E. Tzavelis, S. Fielding (all Deloitte), and R. Boyle (Sears) regarding emergence transaction structure and ESL bid.	\$975.00	0.7	\$682.50
Corrigan, Kevin	Call with B. Baily, B. Collins, J. Allegretti, M. Browning, S. Fielding, E. Tzavelis, M. Butler, and C. Chatten (all Deloitte) regarding preliminary stock basis estimates.	\$595.00	0.3	\$178.50
Corrigan, Kevin	Update intercompany balances in tax stock basis calculations.	\$595.00	1.0	\$595.00
Espinola, Jonathan	Review research regarding Delaware's conformity to IRC Section 172(a)(2) for state gain model.	\$595.00	0.5	\$297.50
Espinola, Jonathan	Review research regarding District of Columbia's conformity to IRC Section 172(a)(2) for state gain model.	\$595.00	0.5	\$297.50
Espinola, Jonathan	Review research regarding Florida's conformity to IRC Section 172(a)(2) for state gain model.	\$595.00	0.5	\$297.50
Espinola, Jonathan	Review research regarding Georgia's conformity to IRC Section 172(a)(2) for state gain model.	\$595.00	0.5	\$297.50

Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/08/2019				
Espinola, Jonathan	Review research regarding Hawaii's conformity to IRC Section 172(a)(2) for state gain model.	\$595.00	0.5	\$297.50
Espinola, Jonathan	Review research regarding Idaho's conformity to IRC Section 172(a)(2) for state gain model.	\$595.00	0.5	\$297.50
Espinola, Jonathan	Review research regarding Arizona's conformity to IRC Section 172(a)(2) for state gain model.	\$595.00	0.5	\$297.50
Espinola, Jonathan	Review research regarding Arkansas' conformity to IRC Section 172(a)(2) for state gain model.	\$595.00	0.5	\$297.50
Espinola, Jonathan	Review research regarding California's conformity to IRC Section 172(a)(2) for state gain model.	\$595.00	0.5	\$297.50
Espinola, Jonathan	Review research regarding Colorado's conformity to IRC Section 172(a)(2) for state gain model.	\$595.00	0.5	\$297.50
Espinola, Jonathan	Review research regarding Connecticut's conformity to IRC Section 172(a)(2) for state gain model.	\$595.00	0.5	\$297.50
Espinola, Jonathan	Review research regarding Connecticut's conformity to IRC Section 172(a)(2) for state gain model.	\$595.00	0.5	\$297.50
Espinola, Jonathan	Review research regarding Illinois' conformity to IRC Section 172(a)(2) for state gain model.	\$595.00	0.5	\$297.50
Espinola, Jonathan	Review research regarding Iowa's conformity to IRC Section 172(a)(2) for state gain model.	\$595.00	0.5	\$297.50
Espinola, Jonathan	Review research regarding Alabama's conformity to IRC Section 172(a)(2) for state gain model.	\$595.00	0.5	\$297.50
Fairchild, Chris	Review research regarding state conformity to IRC Section 172(a)(2) for state tax gain model in Hawaii, Iowa, Idaho, and Illinois.	\$325.00	0.5	\$162.50

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Sears Holdings Corporation

Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/08/2019				
Fielding, Stephen	Call with E. Tzavelis, B. Collins (all Deloitte), and R. Boyle (Sears) regarding emergence transaction structure and ESL bid.	\$595.00	0.7	\$416.50
Fielding, Stephen	Call with B. Sullivan, E. Tzavelis, C. Chatten (all Deloitte), M. Korycki, W. Gallagher, and N. Zatzkin (all M-III) regarding real estate valuation.	\$595.00	0.5	\$297.50
Fielding, Stephen	Call with B. Sullivan, B. Baily, B. Collins, J. Allegretti, M. Browning, E. Tzavelis, M. Butler, C. Chatten (all Deloitte), Weil tax team, and Sears tax team regarding outstanding state tax and transfer tax issues for an upcoming transaction.	\$595.00	0.6	\$357.00
Fielding, Stephen	Meeting with B. Collins, J. Allegretti, M. Browning, E. Tzavelis, M. Butler, and C. Chatten (all Deloitte) regarding tax attribute reduction analysis.	\$595.00	1.3	\$773.50
Fielding, Stephen	Call with K. Corrigan, B. Baily, B. Collins, J. Allegretti, M. Browning, E. Tzavelis, M. Butler, and C. Chatten (all Deloitte) regarding preliminary stock basis estimates.	\$595.00	0.3	\$178.50
Fielding, Stephen	Meeting with B. Baily, B. Collins, J. Allegretti, M. Browning, E. Tzavelis, M. Butler, and C. Chatten (all Deloitte) regarding revisions to illustrative restructuring alternatives deck.	\$595.00	1.2	\$714.00
Fielding, Stephen	Meeting with B. Baily, B. Collins, J. Allegretti, M. Browning, E. Tzavelis, M. Butler, and C. Chatten (all Deloitte) regarding tax implications of sale of intercompany notes.	\$595.00	0.3	\$178.50
Fielding, Stephen	Meeting with B. Baily, B. Collins, J. Allegretti, M. Browning, E. Tzavelis, M. Butler, and C. Chatten (all Deloitte) discussing and evaluating potential structuring alternatives of emergence transaction.	\$595.00	0.5	\$297.50

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Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/08/2019				
Fielding, Stephen	Meeting with B. Baily, B. Collins, J. Allegretti, M. Browning, E. Tzavelis, M. Butler, and C. Chatten (all Deloitte) regarding implications of intercompany obligations on structure of emergence transaction.	\$595.00	0.9	\$535.50
Fielding, Stephen	Meeting with B. Baily, B. Collins, J. Allegretti, M. Browning, E. Tzavelis, M. Butler, and C. Chatten (all Deloitte) regarding likelihood of emergence transaction qualifying as an IRC Section 368(a)(1)(G) reorganization.	\$595.00	1.5	\$892.50
Fielding, Stephen	Call with J. Forrest, B. Collins, E. Tzavelis, M. Browning, C. Chatten, M. Butler, J. Allegretti, B. Baily, and M. Schreiber (all Deloitte) regarding status of emergence transaction and potential structuring issues.	\$595.00	0.4	\$238.00
Forrest, Jonathan	Call with B. Collins, E. Tzavelis, S. Fielding, M. Browning, C. Chatten, M. Butler, J. Allegretti, B. Baily, and M. Schreiber (all Deloitte) regarding status of emergence transaction and potential structuring issues.	\$975.00	0.4	\$390.00
Hospodarsky, Sara	Prepare company disposition date updates for Sears Stock Basis study.	\$325.00	0.7	\$227.50
Maxey, Tim	Call with C. Newport (Deloitte) to discuss motor vehicle excise tax research needed for estimated transfer tax on sale of fleet analysis.	\$450.00	0.1	\$45.00
Newport, Cathy	Call with T. Maxey (Deloitte) to discuss motor vehicle excise tax research needed for estimated transfer tax on sale of fleet analysis.	\$725.00	0.1	\$72.50
Omar, Fatin	Review estimates of transfer tax liability on sale of fleet.	\$725.00	1.0	\$725.00
Schreiber, Mendy	Research requirements for an IRC Section 368(a)(1)(G) reorganization.	\$450.00	2.0	\$900.00

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Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/08/2019				
Sullivan, Brian	Call with S. Fielding, E. Tzavelis, C. Chatten (all Deloitte), M. Korycki, W. Gallagher, and N. Zatzkin (M-III) regarding real estate valuation.	\$850.00	0.5	\$425.00
Sullivan, Brian	Call with B. Baily, B. Collins, J. Allegretti, M. Browning, S. Fielding, E. Tzavelis, M. Butler, C. Chatten (all Deloitte), Weil tax team, and Sears tax team regarding outstanding state tax and transfer tax issues for an upcoming transaction.	\$850.00	0.6	\$510.00
Sullivan, Brian	Call with B. Baily, J. Allegretti, M. Browning, M. Butler, and C. Chatten (all Deloitte) to follow up on outstanding state tax and transfer tax issues for an upcoming transaction after discussions with Weil and Sears tax teams	\$850.00	0.3	\$255.00
Tzavelis, Elias	Call with B. Sullivan, S. Fielding, C. Chatten (all Deloitte), M. Korycki, W. Gallagher, and N. Zatzkin (all M-III) regarding real estate valuation.	\$850.00	0.8	\$680.00
Tzavelis, Elias	Call with K. Corrigan, B. Baily, B. Collins, J. Allegretti, M. Browning, S. Fielding, M. Butler, and C. Chatten (all Deloitte) regarding preliminary stock basis estimates.	\$850.00	0.3	\$255.00
Tzavelis, Elias	Call with J. Forrest, B. Collins, S. Fielding, M. Browning, C. Chatten, M. Butler, J. Allegretti, B. Baily, and M. Schreiber (all Deloitte) regarding status of emergence transaction and potential structuring issues.	\$850.00	0.4	\$340.00
Tzavelis, Elias	Call with B. Sullivan, B. Baily, B. Collins, J. Allegretti, M. Browning, S. Fielding, M. Butler, C. Chatten (all Deloitte), Weil tax team, and Sears tax team regarding outstanding state tax and transfer tax issues for an upcoming transaction.	\$850.00	0.6	\$510.00

Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/08/2019				
Tzavelis, Elias	Meeting with B. Baily, B. Collins, J. Allegretti, M. Browning, S. Fielding, M. Butler, and C. Chatten (all Deloitte) regarding likelihood of emergence transaction qualifying as an IRC Section 368(a)(1)(G) reorganization.	\$850.00	1.5	\$1,275.00
Tzavelis, Elias	Meeting with B. Baily, B. Collins, J. Allegretti, M. Browning, S. Fielding, M. Butler, and C. Chatten (all Deloitte) regarding revisions to illustrative restructuring alternatives deck.	\$850.00	1.2	\$1,020.00
Tzavelis, Elias	Meeting with B. Baily, B. Collins, J. Allegretti, M. Browning, S. Fielding, M. Butler, and C. Chatten (all Deloitte) regarding tax implications of sale of intercompany notes.	\$850.00	0.3	\$255.00
Tzavelis, Elias	Meeting with B. Baily, B. Collins, J. Allegretti, M. Browning, S. Fielding, M. Butler, and C. Chatten (all Deloitte) discussing and evaluating potential structuring alternatives of emergence transaction.	\$850.00	0.5	\$425.00
Tzavelis, Elias	Meeting with B. Collins, J. Allegretti, M. Browning, S. Fielding, M. Butler, and C. Chatten (all Deloitte) regarding tax attribute reduction analysis.	\$850.00	1.3	\$1,105.00
Tzavelis, Elias	Meeting with B. Baily, B. Collins, J. Allegretti, M. Browning, S. Fielding, M. Butler, and C. Chatten (all Deloitte) regarding implications of intercompany obligations on structure of emergence transaction.	\$850.00	0.9	\$765.00
Tzavelis, Elias	Call with B. Collins, S. Fielding (both Deloitte), and R. Boyle (Sears) regarding emergence transaction structure and ESL bid.	\$850.00	0.7	\$595.00

Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/09/2019				
Allegretti, Joe	Meeting with M. Butler, J. Forrest and B. Baily (all Deloitte) to discuss updates to the organizational chart slides within the restructuring slide deck.	\$325.00	0.5	\$162.50
Allegretti, Joe	Meeting with M. Butler, B. Collins, B. Baily and J. Forrest (all Deloitte) to discuss updates to the organizational chart slides within the restructuring slide deck.	\$325.00	0.9	\$292.50
Allegretti, Joe	Update the tax attribute reduction model output slides and address the comments within the restructuring slides to send to Deloitte team for additional updates and review.	\$325.00	1.6	\$520.00
Allegretti, Joe	Update the recovery waterflow calculation within the tax attribute reduction model.	\$325.00	0.8	\$260.00
Allegretti, Joe	Meeting with B. Collins, B. Baily, E. Tzavelis, J. Forrest, M. Butler, M. Browning, S. Fielding, and C. Chatten (all Deloitte) to draft language explaining key assumptions underlying the summary outputs in the illustrative restructuring alternatives slide.	\$325.00	2.9	\$942.50
Allegretti, Joe	Call with M. Lew, B. Collins, B. Baily, E. Tzavelis, J. Forrest, M. Butler, M. Browning, S. Fielding, and C. Chatten (all Deloitte) regarding intercompany debt information provided by Company.	\$325.00	0.3	\$97.50
Allegretti, Joe	Meeting with B. Baily, J. Forrest, and M. Butler (all Deloitte) regarding location of debt and tax attributes.	\$325.00	1.1	\$357.50
Allegretti, Joe	Call with K. Corrigan, B. Collins, B. Baily, E. Tzavelis, J. Forrest, M. Butler, M. Browning, S. Fielding, and C. Chatten (all Deloitte) regarding stock basis estimates and excess loss accounts.	\$325.00	0.4	\$130.00

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Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/09/2019				
Allegretti, Joe	Call with B. Sullivan, B. Collins, B. Baily, E. Tzavelis, M. Butler, M. Browning, S. Fielding, and C. Chatten (all Deloitte) regarding real estate valuation.	\$325.00	0.1	\$32.50
Allegretti, Joe	Meeting with B. Collins, B. Baily, E. Tzavelis, J. Forrest, M. Butler, M. Browning, S. Fielding, and C. Chatten (all Deloitte) regarding IRC Section 382 (l)(5) election.	\$325.00	1.6	\$520.00
Allegretti, Joe	Meeting with B. Collins, B. Baily, E. Tzavelis, J. Forrest, M. Butler, M. Browning, S. Fielding, and C. Chatten (all Deloitte) regarding terms of intercompany and third party debt.	\$325.00	0.4	\$130.00
Allegretti, Joe	Meeting with B. Collins, B. Baily, E. Tzavelis, M. Butler, M. Browning, S. Fielding, and C. Chatten (all Deloitte) regarding potential excess loss accounts resulting from preliminary stock basis study.	\$325.00	0.8	\$260.00
Atwal, Justin	Review data input completed by third party with regards to the sears basis study.	\$325.00	2.9	\$942.50
Atwal, Justin	Continue to review data input completed by third party with regards to the sears basis study.	\$325.00	2.8	\$910.00
Atwal, Justin	Work on corrections for the sears basis study.	\$325.00	1.6	\$520.00
Baily, Brianna	Meeting with B. Collins, J. Allegretti, E. Tzavelis, J. Forrest, M. Butler, M. Browning, S. Fielding, and C. Chatten (all Deloitte) regarding Section 382(l)(5) election	\$595.00	1.6	\$952.00
Baily, Brianna	Meeting with B. Collins, J. Allegretti, E. Tzavelis, J. Forrest, M. Butler, M. Browning, S. Fielding, and C. Chatten (all Deloitte) regarding terms of intercompany and third party debt	\$595.00	0.4	\$238.00

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Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/09/2019				
Baily, Brianna	Meeting with B. Collins, J. Allegretti, E. Tzavelis, M. Butler, M. Browning, S. Fielding, and C. Chatten (all Deloitte) regarding potential excess loss accounts resulting from preliminary stock basis study.	\$595.00	0.8	\$476.00
Baily, Brianna	Call with M. Lew, B. Collins, J. Allegretti, E. Tzavelis, J. Forrest, M. Butler, M. Browning, S. Fielding, and C. Chatten (all Deloitte) regarding intercompany debt information provided by Company	\$595.00	0.3	\$178.50
Baily, Brianna	Meeting with B. Collins, J. Allegretti, E. Tzavelis, J. Forrest, M. Butler, M. Browning, S. Fielding, and C. Chatten (all Deloitte) to draft language explaining key assumptions underlying the summary outputs in the illustrative restructuring alternatives	\$595.00	2.9	\$1,725.50
Baily, Brianna	Meeting with J. Allegretti, M. Butler, J. Forrest (all Deloitte) to discuss updates to the organizational chart slides within the restructuring slide deck	\$595.00	0.5	\$297.50
Baily, Brianna	Meeting with J. Allegretti, M. Butler, B. Collins, and J. Forrest (all Deloitte) to discuss updates to the organizational chart slides within the restructuring slide deck	\$595.00	0.9	\$535.50
Baily, Brianna	Call with B. Sullivan, B. Collins, J. Allegretti, E. Tzavelis, M. Butler, M. Browning, S. Fielding, and C. Chatten (all Deloitte) regarding real estate valuation.	\$595.00	0.1	\$59.50
Baily, Brianna	Meeting with J. Allegretti, J. Forrest, and M. Butler (all Deloitte) regarding location of debt and tax attributes	\$595.00	1.1	\$654.50
Baily, Brianna	Call with K. Corrigan, B. Collins, J. Allegretti, E. Tzavelis, J. Forrest, M. Butler, M. Browning, S. Fielding, and C. Chatten (all Deloitte) regarding stock basis estimates and excess loss accounts	\$595.00	0.4	\$238.00

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Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/09/2019				
Browning, Maria	Meeting with B. Collins, B. Baily, J. Allegretti, E. Tzavelis, M. Butler, S. Fielding, and C. Chatten (all Deloitte) regarding potential excess loss accounts resulting from preliminary stock basis study.	\$450.00	0.8	\$360.00
Browning, Maria	Call with K. Corrigan, B. Collins, B. Baily, J. Allegretti, E. Tzavelis, J. Forrest, M. Butler, S. Fielding, and C. Chatten (all Deloitte) regarding stock basis estimates and excess loss accounts.	\$450.00	0.4	\$180.00
Browning, Maria	Call with M. Lew, B. Collins, B. Baily, J. Allegretti, E. Tzavelis, J. Forrest, M. Butler, S. Fielding, and C. Chatten (all Deloitte) regarding intercompany debt information provided by Company.	\$450.00	0.3	\$135.00
Browning, Maria	Meeting with B. Collins, B. Baily, J. Allegretti, E. Tzavelis, J. Forrest, M. Butler, S. Fielding, and C. Chatten (all Deloitte) to draft language explaining key assumptions underlying the summary outputs in the illustrative restructuring alternatives sl	\$450.00	2.9	\$1,305.00
Browning, Maria	Meeting with B. Collins, B. Baily, J. Allegretti, E. Tzavelis, J. Forrest, M. Butler, S. Fielding, and C. Chatten (all deloitte) regarding Section 382(l)(5) election.	\$450.00	1.6	\$720.00
Browning, Maria	Meeting with B. Collins, B. Baily, J. Allegretti, E. Tzavelis, J. Forrest, M. Butler, S. Fielding, and C. Chatten(all Deloitte) regarding terms of intercompany and third party debt.	\$450.00	0.4	\$180.00
Browning, Maria	Call with B. Sullivan, B. Collins, B. Baily, J. Allegretti, E. Tzavelis, M. Butler, S. Fielding, and C. Chatten (all Deloitte) regarding real estate valuation.	\$450.00	0.1	\$45.00

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Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/09/2019				
Butler, Mike	Call with B. Sullivan, B. Collins, B. Baily, J. Allegretti, E. Tzavelis, M. Browning, S. Fielding, and C. Chatten (all Deloitte) regarding real estate valuation.	\$595.00	0.1	\$59.50
Butler, Mike	Call with K. Corrigan, B. Collins, B. Baily, J. Allegretti, E. Tzavelis, J. Forrest, M. Browning, S. Fielding, and C. Chatten (all Deloitte) regarding stock basis estimates and excess loss accounts	\$595.00	0.4	\$238.00
Butler, Mike	Call with M. Lew, B. Collins, B. Baily, J. Allegretti, E. Tzavelis, J. Forrest, M. Browning, S. Fielding, and C. Chatten (all Deloitte) regarding intercompany debt information provided by Company.	\$595.00	0.3	\$178.50
Butler, Mike	Meeting with B. Collins, B. Baily, J. Allegretti, E. Tzavelis, J. Forrest, M. Browning, S. Fielding, and C. Chatten (all Deloitte) to draft language explaining key assumptions underlying the summary outputs in the illustrative restructuring alternatives	\$595.00	2.9	\$1,725.50
Butler, Mike	Meeting with B. Collins, B. Baily, J. Allegretti, E. Tzavelis, M. Browning, S. Fielding, and C. Chatten (all Deloitte) regarding potential excess loss accounts resulting from preliminary stock basis study.	\$595.00	0.8	\$476.00
Butler, Mike	Meeting with B. Collins, B. Baily, J. Allegretti, E. Tzavelis, J. Forrest, M. Browning, S. Fielding, and C. Chatten (all Deloitte) regarding IRC Section 382 (l)(5) election.	\$595.00	1.6	\$952.00
Butler, Mike	Meeting with B. Collins, B. Baily, J. Allegretti, E. Tzavelis, J. Forrest, M. Browning, S. Fielding, and C. Chatten (all Deloitte) regarding terms of intercompany and third party debt.	\$595.00	0.4	\$238.00

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Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/09/2019				
Butler, Mike	Meeting with B. Baily, J. Allegretti, and J. Forrest (all Deloitte) regarding location of debt and tax attributes	\$595.00	1.1	\$654.50
Butler, Mike	Meeting with J. Allegretti, B. Collins, B. Baily and J. Forrest (all Deloitte) to discuss updates to the organizational chart slides within the restructuring slide deck.	\$595.00	0.9	\$535.50
Butler, Mike	Meeting with J. Allegretti, J. Forrest, and B. Baily (all Deloitte) to discuss updates to the organizational chart slides within the restructuring slide deck.	\$595.00	0.5	\$297.50
Chatten, Colin	Meeting with B. Collins, B. Baily, J. Allegretti, E. Tzavelis, J. Forrest, M. Butler, M. Browning, and S. Fielding (all Deloitte) regarding IRC Section 382 (l)(5) election.	\$325.00	1.6	\$520.00
Chatten, Colin	Meeting with B. Collins, B. Baily, J. Allegretti, E. Tzavelis, J. Forrest, M. Butler, M. Browning, and S. Fielding (all Deloitte) regarding terms of intercompany and third party debt.	\$325.00	0.4	\$130.00
Chatten, Colin	Meeting with B. Collins, B. Baily, J. Allegretti, E. Tzavelis, J. Forrest, M. Butler, M. Browning, and S. Fielding (all Deloitte) to draft language explaining key assumptions underlying the summary outputs in the illustrative restructuring alternatives sl	\$325.00	2.9	\$942.50
Chatten, Colin	Meeting with B. Collins, B. Baily, J. Allegretti, E. Tzavelis, M. Butler, M. Browning, and S. Fielding (all Deloitte) regarding potential excess loss accounts resulting from preliminary stock basis study.	\$325.00	0.8	\$260.00
Chatten, Colin	Call with B. Sullivan, B. Collins, B. Baily, J. Allegretti, E. Tzavelis, M. Butler, M. Browning, and S. Fielding (all Deloitte) regarding real estate valuation.	\$325.00	0.1	\$32.50

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Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/09/2019				
Chatten, Colin	Call with K. Corrigan, B. Collins, B. Baily, J. Allegretti, E. Tzavelis, J. Forrest, M. Butler, M. Browning, and S. Fielding (all Deloitte) regarding stock basis estimates and excess loss accounts.	\$325.00	0.4	\$130.00
Chatten, Colin	Call with M. Lew, B. Collins, B. Baily, J. Allegretti, E. Tzavelis, J. Forrest, M. Butler, M. Browning, and S. Fielding (all Deloitte) regarding intercompany debt information provided by Company.	\$325.00	0.3	\$97.50
Collins, Bryan	Call with K. Corrigan, B. Baily, J. Allegretti, E. Tzavelis, J. Forrest, M. Butler, M. Browning, S. Fielding, and C. Chatten (all Deloitte) regarding stock basis estimates and excess loss accounts.	\$975.00	0.4	\$390.00
Collins, Bryan	Call with M. Lew, B. Baily, J. Allegretti, E. Tzavelis, J. Forrest, M. Butler, M. Browning, S. Fielding, and C. Chatten (all Deloitte) regarding intercompany debt information provided by Company.	\$975.00	0.3	\$292.50
Collins, Bryan	Call with B. Sullivan, B. Baily, J. Allegretti, E. Tzavelis, M. Butler, M. Browning, S. Fielding, and C. Chatten (all Deloitte) regarding real estate valuation.	\$975.00	0.1	\$97.50
Collins, Bryan	Meeting with J. Allegretti, M. Butler, B. Baily, and J. Forrest (all Deloitte) to discuss updates to the organizational chart slides within the restructuring slide deck.	\$975.00	0.9	\$877.50
Collins, Bryan	Meeting with B. Baily, J. Allegretti, E. Tzavelis, J. Forrest, M. Butler, M. Browning, S. Fielding, and C. Chatten (all Deloitte) regarding IRC Section 382 (l)(5) election.	\$975.00	1.6	\$1,560.00

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Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/09/2019				
Collins, Bryan	Meeting with B. Baily, J. Allegretti, E. Tzavelis, J. Forrest, M. Butler, M. Browning, S. Fielding, and C. Chatten (all Deloitte) regarding terms of intercompany and third party debt.	\$975.00	0.4	\$390.00
Collins, Bryan	Meeting with B. Baily, J. Allegretti, E. Tzavelis, J. Forrest, M. Butler, M. Browning, S. Fielding, and C. Chatten (all Deloitte) to draft language explaining key assumptions underlying the summary outputs in the illustrative restructuring alternatives sl	\$975.00	2.9	\$2,827.50
Collins, Bryan	Meeting with B. Baily, J. Allegretti, E. Tzavelis, M. Butler, M. Browning, S. Fielding, and C. Chatten (all Deloitte) regarding status of stock basis study.	\$975.00	0.8	\$780.00
Corrigan, Kevin	Update tax stock basis calculations for intercompany treatment.	\$595.00	2.1	\$1,249.50
Corrigan, Kevin	Call with B. Collins, B. Baily, J. Allegretti, E. Tzavelis, J. Forrest, M. Butler, M. Browning, S. Fielding, and C. Chatten (all Deloitte) regarding stock basis estimates and excess loss accounts	\$595.00	0.4	\$238.00
Corrigan, Kevin	Update tax stock basis calculations.	\$595.00	3.0	\$1,785.00
Espinola, Jonathan	Call with C. Newport (Deloitte) regarding sales tax and valuation information for asset sale transaction.	\$595.00	0.4	\$238.00
Espinola, Jonathan	Call to discuss real estate valuation adjustments for realty transfer tax projection on asset sale with B. Sullivan and F. Omar (both Deloitte).	\$595.00	0.4	\$238.00
Espinola, Jonathan	Call to discuss updated real estate valuations for purposes of realty transfer tax estimate with B. Sullivan (Deloitte).	\$595.00	0.3	\$178.50
Espinola, Jonathan	Draft additional revisions to real estate transfer tax model including updated real property values, local rates, and New Jersey specific valuation calculations.	\$595.00	2.1	\$1,249.50

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Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/09/2019				
Espinola, Jonathan	Draft revisions to real estate transfer tax model based on updated real estate valuation.	\$595.00	3.0	\$1,785.00
Espinola, Jonathan	Draft revisions to real estate transfer tax model pertaining to revised controlling interest transfer tax assumptions.	\$595.00	0.5	\$297.50
Espinola, Jonathan	Call with F. Omar (Deloitte) regarding additional revisions to be made to real estate transfer tax analysis.	\$595.00	0.7	\$416.50
Feldscher, Taylor	Discuss revisions to sales tax deliverable with C. Newport (Deloitte).	\$450.00	0.3	\$135.00
Feldscher, Taylor	Research sales tax exemptions that apply to an asset sale scenario in California.	\$450.00	0.3	\$135.00
Feldscher, Taylor	Research sales tax exemptions that apply to an asset sale scenario in Texas.	\$450.00	0.2	\$90.00
Feldscher, Taylor	Research sales tax exemptions that apply to an asset sale scenario in Virginia.	\$450.00	0.3	\$135.00
Feldscher, Taylor	Research sales tax exemptions that apply to an asset sale scenario in Washington.	\$450.00	0.1	\$45.00
Feldscher, Taylor	Research sales tax exemptions that apply to an asset sale scenario in Ohio.	\$450.00	0.2	\$90.00
Feldscher, Taylor	Research sales tax exemptions that apply to an asset sale scenario in Pennsylvania.	\$450.00	0.3	\$135.00
Feldscher, Taylor	Research sales tax exemptions that apply to an asset sale scenario in Florida.	\$450.00	0.3	\$135.00
Feldscher, Taylor	Research sales tax exemptions that apply to an asset sale scenario in Illinois.	\$450.00	0.3	\$135.00
Feldscher, Taylor	Research sales tax exemptions that apply to an asset sale scenario in New Jersey.	\$450.00	0.3	\$135.00

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Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/09/2019				
Feldscher, Taylor	Research sales tax exemptions that apply to an asset sale scenario in New York.	\$450.00	0.1	\$45.00
Feldscher, Taylor	Research sales tax exemptions that apply to an asset sale scenario in North Carolina.	\$450.00	0.2	\$90.00
Feldscher, Taylor	Research sales tax exemptions that apply to an asset sale scenario in Maryland.	\$450.00	0.2	\$90.00
Feldscher, Taylor	Research sales tax exemptions that apply to an asset sale scenario in Massachusetts.	\$450.00	0.2	\$90.00
Feldscher, Taylor	Research sales tax exemptions that apply to an asset sale scenario in Michigan.	\$450.00	0.2	\$90.00
Fielding, Stephen	Meeting with B. Collins, B. Baily, J. Allegretti, E. Tzavelis, J. Forrest, M. Butler, M. Browning, and C. Chatten (all Deloitte) to draft language explaining key assumptions underlying the summary outputs in the illustrative restructuring alternatives sl	\$595.00	2.9	\$1,725.50
Fielding, Stephen	Call with K. Corrigan, B. Collins, B. Baily, J. Allegretti, E. Tzavelis, J. Forrest, M. Butler, M. Browning, and C. Chatten (all Deloitte) regarding stock basis estimates and excess loss accounts.	\$595.00	0.4	\$238.00
Fielding, Stephen	Meeting with B. Collins, B. Baily, J. Allegretti, E. Tzavelis, J. Forrest, M. Butler, M. Browning, and C. Chatten (all Deloitte) regarding IRC Section 382 (l)(5) election.	\$595.00	1.6	\$952.00
Fielding, Stephen	Meeting with B. Collins, B. Baily, J. Allegretti, E. Tzavelis, J. Forrest, M. Butler, M. Browning, and C. Chatten (all Deloitte) regarding terms of intercompany and third party debt.	\$595.00	0.4	\$238.00

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Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/09/2019				
Fielding, Stephen	Call with M. Lew, B. Collins, B. Baily, J. Allegretti, E. Tzavelis, J. Forrest, M. Butler, M. Browning, and C. Chatten (all Deloitte) regarding intercompany debt information provided by Company.	\$595.00	0.3	\$178.50
Fielding, Stephen	Meeting with B. Collins, B. Baily, J. Allegretti, E. Tzavelis, M. Butler, M. Browning, and C. Chatten (all Deloitte) regarding potential excess loss accounts resulting from preliminary stock basis estimates.	\$595.00	0.8	\$476.00
Fielding, Stephen	Call with B. Sullivan, B. Collins, B. Baily, J. Allegretti, E. Tzavelis, M. Butler, M. Browning, and C. Chatten (all Deloitte) regarding real estate valuation.	\$595.00	0.1	\$59.50
Fielding, Stephen	Meeting with E. Tzavelis, M. Browning, and C. Chatten (all Deloitte) regarding status of certain deliverables and outstanding workstreams.	\$595.00	0.4	\$238.00
Forrest, Jonathan	Meeting with J. Allegretti, M. Butler, and B. Baily (all Deloitte) to discuss updates to the organizational chart slides within the restructuring slide deck.	\$975.00	0.5	\$487.50
Forrest, Jonathan	Meeting with J. Allegretti, M. Butler, B. Collins, and B. Baily (all Deloitte) to discuss updates to the organizational chart slides within the restructuring slide deck.	\$975.00	0.9	\$877.50
Forrest, Jonathan	Call with K. Corrigan, B. Collins, B. Baily, J. Allegretti, E. Tzavelis, M. Butler, M. Browning, S. Fielding, and C. Chatten (all Deloitte) regarding stock basis estimates and excess loss accounts.	\$975.00	0.4	\$390.00

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Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/09/2019				
Forrest, Jonathan	Call with M. Lew, B. Collins, B. Baily, J. Allegretti, E. Tzavelis, M. Butler, M. Browning, S. Fielding, and C. Chatten (all Deloitte) regarding intercompany debt information provided by Company.	\$975.00	0.3	\$292.50
Forrest, Jonathan	Meeting with B. Collins, B. Baily, J. Allegretti, E. Tzavelis, M. Butler, M. Browning, S. Fielding, and C. Chatten (all Deloitte) regarding IRC Section 382 (l)(5) election.	\$975.00	1.6	\$1,560.00
Forrest, Jonathan	Meeting with B. Collins, B. Baily, J. Allegretti, E. Tzavelis, M. Butler, M. Browning, S. Fielding, and C. Chatten (all Deloitte) regarding terms of intercompany and third party debt.	\$975.00	0.4	\$390.00
Forrest, Jonathan	Meeting with B. Collins, B. Baily, J. Allegretti, E. Tzavelis, M. Butler, M. Browning, S. Fielding, and C. Chatten (all Deloitte) to draft language explaining key assumptions underlying the summary outputs in the illustrative restructuring alternatives	\$975.00	2.9	\$2,827.50
Forrest, Jonathan	Meeting with B. Baily, J. Allegretti, and M. Butler (all Deloitte) regarding location of debt and tax attributes.	\$975.00	1.1	\$1,072.50
Hoffman, David	Meeting with C. Chatten, B. Collins and E. Tzavelis (all Deloitte) to discuss differences in tax outcomes across different emergence transaction structuring alternatives.	\$850.00	1.0	\$850.00
Maxey, Tim	Call with C. Newport (Deloitte) to discuss revisions to estimated transfer tax analysis on sale of fleet of vehicles.	\$450.00	0.3	\$135.00
Newport, Cathy	Call with T. Maxey (Deloitte) to discuss revisions to estimated transfer tax analysis on sale of fleet of vehicles.	\$725.00	0.3	\$217.50
Newport, Cathy	Call with C. Newport (Deloitte) regarding sales tax and valuation information for asset sale transaction.	\$725.00	0.4	\$290.00

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Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/09/2019				
Newport, Cathy	Call with T. Feldscher (Deloitte) to discuss updates to research regarding casual sales exemption from sales and use tax for sale of assets.	\$725.00	0.2	\$145.00
Newport, Cathy	Review schedule of store locations and distribution center locations and summarize by state for purposes of analyzing potential sales and use tax on the sale of assets.	\$725.00	0.1	\$72.50
Newport, Cathy	Review estimated transfer tax on sale of fleet of vehicles analysis.	\$725.00	0.4	\$290.00
Newport, Cathy	Read statute, regulation and research related to California's sales and use tax exemption for casual sales.	\$725.00	0.6	\$435.00
Newport, Cathy	Read statute, regulation and research related to Florida's sales and use tax exemption for casual sales.	\$725.00	0.4	\$290.00
Newport, Cathy	Call to discuss sales and use transfer taxes on PP&E and motor vehicles in asset sale transaction with B. Sullivan and J. Espinola (both Deloitte)	\$725.00	0.6	\$435.00
Omar, Fatin	Review estimates of transfer tax liability on sale of fleet.	\$725.00	0.9	\$652.50
Omar, Fatin	Call to discuss real estate valuation adjustments for realty transfer tax projection on asset sale with B. Sulilvan and J. Espinola (both Deloitte).	\$725.00	0.6	\$435.00
Sullivan, Brian	Call to discuss updated real estate valuations for purposes of realty transfer tax estimate with J. Espinola (Deloitte).	\$850.00	0.3	\$255.00
Sullivan, Brian	Call with B. Collins, B. Baily, J. Allegretti, E. Tzavelis, M. Butler, M. Browning, S. Fielding, and C. Chatten (all Deloitte) regarding real estate valuation.	\$850.00	0.1	\$85.00
Sullivan, Brian	Call to discuss real estate valuation adjustments for realty transfer tax projection on asset sale with F. Omar and J. Espinola (both Deloitte).	\$850.00	0.4	\$340.00

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Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/09/2019				
Sullivan, Brian	Call to discuss sales and use transfer taxes on plants, property, and equipment and motor vehicles in asset sale transaction with C. Newport and J. Espinola (both Deloitte).	\$850.00	0.6	\$510.00
Tzavelis, Elias	Meeting with B. Collins, B. Baily, J. Allegretti, J. Forrest, M. Butler, M. Browning, S. Fielding, and C. Chatten (all Deloitte) regarding terms of intercompany and third party debt.	\$850.00	0.4	\$340.00
Tzavelis, Elias	Meeting with B. Collins, B. Baily, J. Allegretti, J. Forrest, M. Butler, M. Browning, S. Fielding, and C. Chatten (all Deloitte) to draft language explaining key assumptions underlying the summary outputs in the illustrative restructuring alternatives sli	\$850.00	2.9	\$2,465.00
Tzavelis, Elias	Meeting with B. Collins, B. Baily, J. Allegretti, M. Butler, M. Browning, S. Fielding, and C. Chatten (all Deloitte) regarding potential excess loss accounts resulting from preliminary stock basis study.	\$850.00	0.8	\$680.00
Tzavelis, Elias	Meeting with B. Collins, B. Baily, J. Allegretti, J. Forrest, M. Butler, M. Browning, S. Fielding, and C. Chatten (all Deloitte) regarding IRC Section 382 (l)(5) election.	\$850.00	1.6	\$1,360.00
Tzavelis, Elias	Call with K. Corrigan, B. Collins, B. Baily, J. Allegretti, J. Forrest, M. Butler, M. Browning, S. Fielding, and C. Chatten (all Deloitte) regarding stock basis estimates and excess loss accounts.	\$850.00	0.4	\$340.00
Tzavelis, Elias	Call with B. Sullivan, B. Collins, B. Baily, J. Allegretti, M. Butler, M. Browning, S. Fielding, and C. Chatten (all Deloitte) regarding real estate valuation.	\$850.00	0.1	\$85.00

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Sears Holdings Corporation

Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/09/2019				
	Tzavelis, Elias Call with M. Lew, B. Collins, B. Baily, J. Allegretti, J. Forrest, M. Butler, M. Browning, S. Fielding, and C. Chatten (all Deloitte) regarding intercompany debt information provided by Company.	\$850.00	0.3	\$255.00
01/10/2019				
	Allegretti, Joe Call with E. Tzavelis, S. Fielding, M. Browning, C. Chatten, M. Butler, B. Collins, and M. Schreiber (all Deloitte) regarding the summary organizational chart depicting significant intercompany balances in the illustrative restructuring alternatives slide	\$325.00	0.6	\$195.00
	Allegretti, Joe Call with E. Tzavelis, S. Fielding, M. Browning, C. Chatten and M. Butler (all Deloitte) regarding revisions to illustrative restructuring alternatives deck in response to call with Weil.	\$325.00	0.9	\$292.50
	Allegretti, Joe Call with E. Tzavelis, S. Fielding, M. Browning, C. Chatten, M. Butler, B. Sullivan, B. Collins, J. Forrest, B. Baily, M. Schreiber (all Deloitte), and Weil tax team regarding bankruptcy proceeding updates and illustrative restructuring alternatives slide	\$325.00	1.1	\$357.50
	Allegretti, Joe Call with E. Tzavelis, S Fielding, M. Browning, C. Chatten, M. Butler, B. Collins, J. Forrest, B. Baily, and M. Schreiber (all Deloitte) regarding latest revisions to tax attribute reduction model.	\$325.00	1.6	\$520.00
	Allegretti, Joe Cross-reference the email from M. Lew (Deloitte) with current location of debt for cancellation of debt purposes.	\$325.00	0.4	\$130.00
	Allegretti, Joe Update the tax attribute reduction model for the updated stock basis calculation and running the intercompany balances through the tax basis balance sheets.	\$325.00	2.0	\$650.00

Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/10/2019				
Allegretti, Joe	Meeting with M. Butler (Deloitte) to review the tax attribute reduction model and update for new enterprise values and comments from internal and external parties.	\$325.00	1.9	\$617.50
Allegretti, Joe	Update tax attribute reduction model.	\$325.00	1.3	\$422.50
Allegretti, Joe	Update summary tables in the illustrative restructuring alternatives slide presentation.	\$325.00	0.5	\$162.50
Atwal, Justin	Work on deliverable package and report for draft number one of sears stock basis study.	\$325.00	4.4	\$1,430.00
Atwal, Justin	Work on corrections for the sears basis study.	\$325.00	2.3	\$747.50
Atwal, Justin	Discuss updates to stock basis study with S. Hospodarsky (Deloitte).	\$325.00	0.5	\$162.50
Baily, Brianna	Call with J. Forrest, B. Collins, and M. Schreiber (all Deloitte) regarding ESL's revised bid	\$595.00	0.8	\$476.00
Baily, Brianna	Call with E. Tzavelis, S. Fielding, M. Browning, C. Chatten, M. Butler, J. Allegretti, B. Sullivan, B. Collins, J. Forrest, M. Schreiber (all Deloitte), and Weil tax team regarding bankruptcy proceeding updates and illustrative restructuring alternatives	\$595.00	1.1	\$654.50
Baily, Brianna	Call with E. Tzavelis, S. Fielding, M. Browning, C. Chatten, M. Butler, J. Allegretti, B. Collins, J. Forrest, and M. Schreiber (all Deloitte) regarding latest revisions to tax attribute reduction model	\$595.00	1.6	\$952.00
Baily, Brianna	Summarize and circulate notes on qualified creditor research.	\$595.00	1.9	\$1,130.50
Baily, Brianna	Create list of status of and parties responsible for outstanding workflows.	\$595.00	0.4	\$238.00

Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/10/2019				
Browning, Maria	Call with E. Tzavelis, S. Fielding, M. Browning, C. Chatten, M. Butler, J. Allegretti, B. Sullivan, B. Collins, J. Forrest, B. Baily, M. Schreiber (all Deloitte), and Weil tax team regarding bankruptcy proceeding updates and illustrative restructuring alt	\$450.00	1.1	\$495.00
Browning, Maria	Call with E. Tzavelis, S Fielding, C. Chatten, M. Butler, J. Allegretti, B. Collins, J. Forrest, B. Baily, and M. Schreiber (all Deloitte) regarding latest revisions to tax attribute reduction model.	\$450.00	1.6	\$720.00
Browning, Maria	Call with E. Tzavelis, S. Fielding, C. Chatten, and B. Sullivan (all Deloitte) regarding transfer tax estimates and real estate valuation.	\$450.00	0.2	\$90.00
Browning, Maria	Call with E. Tzavelis, S. Fielding, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) regarding revisions to illustrative restructuring alternatives deck in response to call with Weil.	\$450.00	0.9	\$405.00
Browning, Maria	Call with E. Tzavelis, S. Fielding, C. Chatten, M. Butler, J. Allegretti, B. Collins, and M. Schreiber (all Deloitte) regarding the summary organizational chart depicting significant intercompany balances in the illustrative restructuring alternatives sli	\$450.00	0.6	\$270.00
Browning, Maria	Read ESL bid letter and latest APA for tax consequences.	\$450.00	2.1	\$945.00
Browning, Maria	Meeting with E. Tzavelis, S. Fielding, and C. Chatten (all Deloitte) regarding revisions to illustrative restructuring alternatives deck.	\$450.00	1.0	\$450.00
Browning, Maria	Meeting with E. Tzavelis, S. Fielding, and C. Chatten (all Deloitte) regarding status of outstanding workstreams and deliverables.	\$450.00	0.3	\$135.00

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Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/10/2019				
Browning, Maria	Meeting with E. Tzavelis, S. Fielding, and C. Chatten (all Deloitte) regarding status of outstanding workstreams and deliverables.	\$450.00	0.8	\$360.00
Butler, Mike	Meeting with J. Allegretti (Deloitte) to review the tax attribute reduction model and update for new enterprise values and comments from internal and external parties	\$595.00	1.9	\$1,130.50
Butler, Mike	Call with J. Allegretti, B. Sullivan, B. Collins, J. Forrest, B. Baily, M. Schreiber (all Deloitte), and Weil tax team regarding bankruptcy proceeding updates and illustrative restructuring alternatives slide deck.	\$595.00	1.1	\$654.50
Butler, Mike	Call with E. Tzavelis, S. Fielding, M. Browning, C. Chatten, and J. Allegretti (all Deloitte) regarding revisions to illustrative restructuring alternatives deck in response to call with Weil.	\$595.00	0.9	\$535.50
Butler, Mike	Call with E. Tzavelis, S. Fielding, M. Browning, C. Chatten, J. Allegretti, B. Collins, and M. Schreiber (all Deloitte) regarding the summary organizational chart depicting significant intercompany balances in the illustrative restructuring alternatives s	\$595.00	0.6	\$357.00
Butler, Mike	Call with E. Tzavelis, S Fielding, M. Browning, C. Chatten, J. Allegretti, B. Collins, J. Forrest, B. Baily, and M. Schreiber (all Deloitte) regarding latest revisions to tax attribute reduction model	\$595.00	1.6	\$952.00
Butler, Mike	Review revised outputs for the tax attribute reduction model summary slides.	\$595.00	2.4	\$1,428.00
Chatten, Colin	Call with E. Tzavelis, S. Fielding, M. Browning, M. Butler, and J. Allegretti (all Deloitte) regarding revisions to illustrative restructuring alternatives deck in response to call with Weil.	\$325.00	0.9	\$292.50

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Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/10/2019				
Chatten, Colin	Call with E. Tzavelis, S. Fielding, M. Browning, M. Butler, J. Allegretti, B. Collins, and M. Schreiber (all Deloitte) regarding the summary organizational chart depicting significant intercompany balances in the illustrative restructuring alternatives sl	\$325.00	0.6	\$195.00
Chatten, Colin	Call with E. Tzavelis, S. Fielding, M. Browning, M. Butler, J. Allegretti, B. Sullivan, B. Collins, J. Forrest, B. Baily, M. Schreiber (all Deloitte), and Weil tax team regarding bankruptcy proceeding updates and illustrative restructuring alternatives sl	\$325.00	1.1	\$357.50
Chatten, Colin	Call with E. Tzavelis, S Fielding, M. Browning, M. Butler, J. Allegretti, B. Collins, J. Forrest, B. Baily, and M. Schreiber (all Deloitte) regarding latest revisions to tax attribute reduction model.	\$325.00	1.6	\$520.00
Chatten, Colin	Update schedule of store ownership for legal and tax purposes in response to recently announced store closures.	\$325.00	3.1	\$1,007.50
Chatten, Colin	Research qualified creditor requirement of IRC Section 382(l)(5).	\$325.00	2.1	\$682.50
Chatten, Colin	Review latest asset purchase agreement.	\$325.00	1.8	\$585.00
Chatten, Colin	Review latest ESL bid.	\$325.00	1.2	\$390.00
Chatten, Colin	Meeting with E. Tzavelis, S. Fielding, and M. Browning (all Deloitte) regarding revisions to illustrative restructuring alternatives deck.	\$325.00	1.0	\$325.00
Chatten, Colin	Meeting with E. Tzavelis, S. Fielding, and M. Browning (all Deloitte) regarding status of outstanding workstreams and deliverables.	\$325.00	0.8	\$260.00

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Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/10/2019				
Collins, Bryan	Call with E. Tzavelis, S. Fielding, M. Browning, C. Chatten, M. Butler, J. Allegretti, B. Sullivan, J. Forrest, B. Baily, M. Schreiber (all Deloitte), and Weil tax team regarding bankruptcy proceeding updates and latest version of illustrative slide deck.	\$975.00	1.1	\$1,072.50
Collins, Bryan	Call with E. Tzavelis, S. Fielding, M. Browning, C. Chatten, M. Butler, J. Allegretti, and M. Schreiber (all Deloitte) regarding the summary organizational chart depicting significant intercompany balances in the illustrative restructuring alternatives sl	\$975.00	0.6	\$585.00
Collins, Bryan	Call with E. Tzavelis, S. Fielding, M. Browning, C. Chatten, M. Butler, J. Allegretti, B. Sullivan, J. Forrest, B. Baily, M. Schreiber (all Deloitte), and Weil tax team regarding bankruptcy proceeding updates and illustrative restructuring alternatives sl	\$975.00	1.1	\$1,072.50
Collins, Bryan	Call with J. Forrest, B. Baily, and M. Schreiber (all Deloitte) regarding ESL's revised bid.	\$975.00	0.8	\$780.00
Collins, Bryan	Call with E. Tzavelis, S Fielding, M. Browning, C. Chatten, M. Butler, J. Allegretti, J. Forrest, B. Baily, and M. Schreiber (all Deloitte) regarding latest revisions to tax attribute reduction model.	\$975.00	1.6	\$1,560.00
Espinola, Jonathan	Revise real estate transfer tax model.	\$595.00	0.5	\$297.50
Espinola, Jonathan	Update New Jersey equalized value calculations for real estate transfer tax projection.	\$595.00	0.3	\$178.50
Espinola, Jonathan	Review research regarding Montana's conformity to IRC Section 172(a)(2) for state gain model.	\$595.00	0.5	\$297.50
Espinola, Jonathan	Review research regarding Nebraska's conformity to IRC Section 172(a)(2) for state gain model.	\$595.00	0.5	\$297.50

Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/10/2019				
Espinola, Jonathan	Review research regarding New Hampshire's conformity to IRC Section 172(a)(2) for state gain model.	\$595.00	0.5	\$297.50
Espinola, Jonathan	Review research regarding New Jersey's conformity to IRC Section 172(a)(2) for state gain model.	\$595.00	0.5	\$297.50
Espinola, Jonathan	Review research regarding North Carolina's conformity to IRC Section 172(a)(2) for state gain model.	\$595.00	0.5	\$297.50
Espinola, Jonathan	Review research regarding North Dakota's conformity to IRC Section 172(a)(2) for state gain model.	\$595.00	0.5	\$297.50
Espinola, Jonathan	Review research regarding Maryland's conformity to IRC Section 172(a)(2) for state gain model.	\$595.00	0.5	\$297.50
Espinola, Jonathan	Review research regarding Massachusetts' conformity to IRC Section 172(a)(2) for state gain model.	\$595.00	0.5	\$297.50
Espinola, Jonathan	Review research regarding Michigan's conformity to IRC Section 172(a)(2) for state gain model.	\$595.00	0.5	\$297.50
Espinola, Jonathan	Review research regarding Minnesota's conformity to IRC Section 172(a)(2) for state gain model.	\$595.00	0.5	\$297.50
Espinola, Jonathan	Review research regarding Mississippi's conformity to IRC Section 172(a)(2) for state gain model.	\$595.00	0.5	\$297.50
Espinola, Jonathan	Review research regarding Missouri's conformity to IRC Section 172(a)(2) for state gain model.	\$595.00	0.5	\$297.50
Espinola, Jonathan	Review research regarding Kansas' conformity to IRC Section 172(a)(2) for state gain model.	\$595.00	0.5	\$297.50
Espinola, Jonathan	Review research regarding Kentucky's conformity to IRC Section 172(a)(2) for state gain model.	\$595.00	0.5	\$297.50
Espinola, Jonathan	Review research regarding Louisiana's conformity to IRC Section 172(a)(2) for state gain model.	\$595.00	0.5	\$297.50

Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/10/2019				
Espinola, Jonathan	Review research regarding Maine's conformity to IRC Section 172(a)(2) for state gain model.	\$595.00	0.5	\$297.50
Feldscher, Taylor	Research sales tax exemptions that apply to an asset sale scenario in Minnesota.	\$450.00	0.1	\$45.00
Feldscher, Taylor	Research sales tax exemptions that apply to an asset sale scenario in Mississippi.	\$450.00	0.1	\$45.00
Feldscher, Taylor	Research sales tax exemptions that apply to an asset sale scenario in Missouri.	\$450.00	0.2	\$90.00
Feldscher, Taylor	Research sales tax exemptions that apply to an asset sale scenario in Indiana.	\$450.00	0.2	\$90.00
Feldscher, Taylor	Research sales tax exemptions that apply to an asset sale scenario in Iowa.	\$450.00	0.1	\$45.00
Feldscher, Taylor	Research sales tax exemptions that apply to an asset sale scenario in Kansas.	\$450.00	0.2	\$90.00
Feldscher, Taylor	Research sales tax exemptions that apply to an asset sale scenario in Kentucky.	\$450.00	0.1	\$45.00
Feldscher, Taylor	Research sales tax exemptions that apply to an asset sale scenario in Louisiana.	\$450.00	0.2	\$90.00
Feldscher, Taylor	Research sales tax exemptions that apply to an asset sale scenario in New Mexico.	\$450.00	0.1	\$45.00
Feldscher, Taylor	Research sales tax exemptions that apply to an asset sale scenario in Nebraska.	\$450.00	0.1	\$45.00
Feldscher, Taylor	Research sales tax exemptions that apply to an asset sale scenario in Nevada.	\$450.00	0.1	\$45.00
Feldscher, Taylor	Research sales tax exemptions that apply to an asset sale scenario in Maine.	\$450.00	0.2	\$90.00

Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/10/2019				
Feldscher, Taylor	Research sales tax exemptions that apply to an asset sale scenario in Connecticut.	\$450.00	0.1	\$45.00
Feldscher, Taylor	Research sales tax exemptions that apply to an asset sale scenario in Georgia.	\$450.00	0.1	\$45.00
Feldscher, Taylor	Research sales tax exemptions that apply to an asset sale scenario in Hawaii.	\$450.00	0.2	\$90.00
Feldscher, Taylor	Research sales tax exemptions that apply to an asset sale scenario in Idaho.	\$450.00	0.1	\$45.00
Feldscher, Taylor	Research sales tax exemptions that apply to an asset sale scenario in South Carolina.	\$450.00	0.3	\$135.00
Feldscher, Taylor	Research sales tax exemptions that apply to an asset sale scenario in South Dakota.	\$450.00	0.1	\$45.00
Feldscher, Taylor	Research sales tax exemptions that apply to an asset sale scenario in Oklahoma.	\$450.00	0.2	\$90.00
Feldscher, Taylor	Research sales tax exemptions that apply to an asset sale scenario in North Dakota.	\$450.00	0.1	\$45.00
Feldscher, Taylor	Research sales tax exemptions that apply to an asset sale scenario in Utah.	\$450.00	0.1	\$45.00
Feldscher, Taylor	Research sales tax exemptions that apply to an asset sale scenario in Vermont.	\$450.00	0.2	\$90.00
Feldscher, Taylor	Research sales tax exemptions that apply to an asset sale scenario in Colorado.	\$450.00	0.2	\$90.00
Feldscher, Taylor	Research sales tax exemptions that apply to an asset sale scenario in West Virginia.	\$450.00	0.1	\$45.00
Feldscher, Taylor	Research sales tax exemptions that apply to an asset sale scenario in Wisconsin.	\$450.00	0.3	\$135.00

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Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/10/2019				
Feldscher, Taylor	Research sales tax exemptions that apply to an asset sale scenario in Wyoming.	\$450.00	0.2	\$90.00
Feldscher, Taylor	Research sales tax exemptions that apply to an asset sale scenario in Tennessee.	\$450.00	0.3	\$135.00
Feldscher, Taylor	Research sales tax exemptions that apply to an asset sale scenario in Alabama.	\$450.00	0.1	\$45.00
Feldscher, Taylor	Research sales tax exemptions that apply to an asset sale scenario in Arizona.	\$450.00	0.1	\$45.00
Feldscher, Taylor	Research sales tax exemptions that apply to an asset sale scenario in Arkansas.	\$450.00	0.1	\$45.00
Fielding, Stephen	Meeting with E. Tzavelis, M. Browning, and C. Chatten (all Deloitte) regarding revisions to illustrative restructuring alternatives deck.	\$595.00	1.0	\$595.00
Fielding, Stephen	Meeting with E. Tzavelis, M. Browning, and C. Chatten (all Deloitte) regarding status of outstanding workstreams and deliverables.	\$595.00	0.8	\$476.00
Fielding, Stephen	Call with E. Tzavelis, M. Browning, C. Chatten, M. Butler, J. Allegretti, B. Collins, J. Forrest, B. Baily, and M. Schreiber (all Deloitte) regarding latest revisions to tax attribute reduction model.	\$595.00	1.6	\$952.00
Fielding, Stephen	Call with E. Tzavelis, M. Browning, C. Chatten, M. Butler, J. Allegretti, B. Sullivan, B. Collins, J. Forrest, B. Baily, M. Schreiber (all Deloitte), and Weil tax team regarding bankruptcy proceeding updates and illustrative restructuring alternatives sli	\$595.00	1.1	\$654.50
Fielding, Stephen	Call with E. Tzavelis, M. Browning, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) regarding revisions to illustrative restructuring alternatives deck in response to call with Weil.	\$595.00	0.9	\$535.50

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Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/10/2019				
Fielding, Stephen	Call with E. Tzavelis, M. Browning, C. Chatten, M. Butler, J. Allegretti, B. Collins, and M. Schreiber (all Deloitte) regarding the summary organizational chart depicting significant intercompany balances in the illustrative restructuring alternatives sli	\$595.00	0.6	\$357.00
Forrest, Jonathan	Evaluate potential restructuring scenarios proposed by Weil Gotshal.	\$975.00	0.6	\$585.00
Forrest, Jonathan	Call with E. Tzavelis, S. Fielding, M. Browning, C. Chatten, M. Butler, J. Allegretti, B. Sullivan, B. Collins, B. Baily, M. Schreiber (all Deloitte), and Weil tax team regarding bankruptcy proceeding updates and illustrative restructuring alternatives sl	\$975.00	1.1	\$1,072.50
Forrest, Jonathan	Call with E. Tzavelis, S Fielding, M. Browning, C. Chatten, M. Butler, J. Allegretti, B. Collins, B. Baily, and M. Schreiber (all Deloitte) regarding latest revisions to tax attribute reduction model.	\$975.00	1.6	\$1,560.00
Forrest, Jonathan	Call with B. Collins, B. Baily, and M. Schreiber (all Deloitte) regarding ESL's revised bid.	\$975.00	0.8	\$780.00
Forrest, Jonathan	Review tax attribute reduction model.	\$975.00	1.2	\$1,170.00
Hospodarsky, Sara	Discuss updates to stock basis study with J. Atwal (Deloitte).	\$325.00	0.5	\$162.50
Maxey, Tim	Update vehicle fleet tax exposure estimates in the summary schedule.	\$450.00	0.4	\$180.00
Maxey, Tim	Call with C. Newport (Deloitte) to discuss revisions to the estimated transfer tax analysis on sale of fleet of vehicles for vehicles that are currently on lease.	\$450.00	0.1	\$45.00
Newport, Cathy	Read statute, regulation and research related to Massachusetts's sales and use tax exemption for casual sales.	\$725.00	0.2	\$145.00
Newport, Cathy	Read statute, regulation and research related to Michigan's sales and use tax exemption for casual sales.	\$725.00	0.3	\$217.50

Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/10/2019				
Newport, Cathy	Read statute, regulation and research related to Mississippi's sales and use tax exemption for casual sales.	\$725.00	0.1	\$72.50
Newport, Cathy	Read statute, regulation and research related to New Jersey's sales and use tax exemption for casual sales.	\$725.00	0.2	\$145.00
Newport, Cathy	Read statute and regulation related to Idaho's sales and use tax exemption for casual sales.	\$725.00	0.1	\$72.50
Newport, Cathy	Read statute and regulation related to Missouri's sales and use tax exemption for casual sales.	\$725.00	0.1	\$72.50
Newport, Cathy	Read statute and regulation related to North Carolina's sales and use tax exemption for casual sales.	\$725.00	0.2	\$145.00
Newport, Cathy	Read statute and regulation related to Ohio's sales and use tax exemption for casual sales.	\$725.00	0.1	\$72.50
Newport, Cathy	Read statute and regulation related to South Carolina's sales and use tax exemption for casual sales.	\$725.00	0.1	\$72.50
Newport, Cathy	Read statute, regulation and case law research related to Washington's sales and use tax exemption for casual sales.	\$725.00	0.4	\$290.00
Newport, Cathy	Review updates to estimated transfer tax on sale of fleet analysis and draft email with review comments to T. Maxey (Deloitte).	\$725.00	0.4	\$290.00
Newport, Cathy	Read statute, regulation and research related to New York's sales and use tax exemption for casual sales.	\$725.00	0.2	\$145.00
Newport, Cathy	Read statute, regulation and research related to Pennsylvania's sales and use tax exemption for casual sales.	\$725.00	0.3	\$217.50
Newport, Cathy	Read statute, regulation and research related to Texas's sales and use tax exemption for casual sales.	\$725.00	0.4	\$290.00

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Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/10/2019				
Newport, Cathy	Read statute, regulation and research related to Wisconsin's sales and use tax exemption for casual sales.	\$725.00	0.4	\$290.00
Newport, Cathy	Call with T. Maxey (Deloitte) to discuss revisions to the estimated transfer tax analysis on sale of fleet of vehicles for vehicles that are currently on lease.	\$725.00	0.1	\$72.50
Newport, Cathy	Review estimated transfer tax on sales of fleet of vehicles analysis to identify vehicles that are currently on lease and excluded from the analysis.	\$725.00	0.2	\$145.00
Newport, Cathy	Make updates to estimated sales and use tax analysis on sale of assets summary schedule.	\$725.00	0.8	\$580.00
Omar, Fatin	Call to discuss real estate valuation adjustments for realty transfer tax projection on asset sale with B. Sullivan and J. Espinola (both Deloitte).	\$725.00	0.4	\$290.00
Omar, Fatin	Review estimates of transfer tax liability on sale of fleet.	\$725.00	1.5	\$1,087.50
Schreiber, Mendy	Call with E. Tzavelis, S Fielding, M. Browning, C. Chatten, M. Butler, J. Allegretti, B. Collins, J. Forrest, and B. Baily (all Deloitte) regarding latest revisions to tax attribute reduction model.	\$450.00	1.6	\$720.00
Schreiber, Mendy	Call with E. Tzavelis, S. Fielding, M. Browning, C. Chatten, M. Butler, J. Allegretti, and B. Collins (all Deloitte) regarding the summary organizational chart depicting significant intercompany balances in the illustrative restructuring alternatives slide	\$450.00	0.6	\$270.00
Schreiber, Mendy	Call with J. Forrest, B. Collins, and B. Baily (all Deloitte) regarding ESL's revised bid	\$450.00	0.8	\$360.00

Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/10/2019				
Schreiber, Mendy	Call with E. Tzavelis, S. Fielding, M. Browning, C. Chatten, M. Butler, J. Allegretti, B. Sullivan, B. Collins, J. Forrest, B. Baily (all Deloitte), and Weil tax team regarding bankruptcy proceeding updates and illustrative restructuring alternatives slide	\$450.00	1.1	\$495.00
Sullivan, Brian	Call with E. Tzavelis, S. Fielding, M. Browning, C. Chatten, M. Butler, J. Allegretti, B. Collins, J. Forrest, B. Baily, M. Schreiber (all Deloitte), and Weil tax team regarding bankruptcy proceeding updates and illustrative restructuring alternatives slide	\$850.00	1.1	\$935.00
Sullivan, Brian	Review realty transfer tax estimate for asset sale scenario.	\$850.00	1.7	\$1,445.00
Sullivan, Brian	Review motor vehicle transfer tax estimate for asset sale scenario.	\$850.00	1.6	\$1,360.00
Tzavelis, Elias	Call with S. Fielding, M. Browning, C. Chatten, M. Butler, J. Allegretti, B. Collins, J. Forrest, B. Baily, and M. Schreiber (all Deloitte) regarding latest revisions to tax attribute reduction model.	\$850.00	1.6	\$1,360.00
Tzavelis, Elias	Call with S. Fielding, M. Browning, C. Chatten, M. Butler, J. Allegretti, B. Sullivan, B. Collins, J. Forrest, B. Baily, M. Schreiber (all Deloitte), and Weil tax team regarding bankruptcy proceeding updates and illustrative restructuring alternatives slide	\$850.00	1.1	\$935.00
Tzavelis, Elias	Meeting with S. Fielding, M. Browning, and C. Chatten (all Deloitte) regarding revisions to illustrative restructuring alternatives deck.	\$850.00	1.0	\$850.00
Tzavelis, Elias	Meeting with S. Fielding, M. Browning, and C. Chatten (all Deloitte) regarding status of outstanding workstreams and deliverables.	\$850.00	0.8	\$680.00

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Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/11/2019				
Allegretti, Joe	Pull the book balances as of November 3, 2018 with the breakout of fixed assets pursuant to request from B. Sullivan (Deloitte) for state tax analysis.	\$325.00	0.1	\$32.50
Allegretti, Joe	Review the 2018 tax basis balance sheet as of the end of the third quarter.	\$325.00	2.1	\$682.50
Allegretti, Joe	Update the tax attribute reduction model for the most recent ESL bid provided by MIII.	\$325.00	0.6	\$195.00
Allegretti, Joe	Update the tax attribute reduction model to reflect the updated cancellation of indebtedness recovery figures in the most recent ESL bid.	\$325.00	1.4	\$455.00
Allegretti, Joe	Update the tax attribute reduction model to asses whether the new ESL bid scenarios are properly running through, including the deliverable tables.	\$325.00	1.3	\$422.50
Allegretti, Joe	Weekly tax update call with D. Hoffman, E. Tzavelis, S. Fielding, M. Browning, C. Chatten, M. Butler, B. Collins, J. Forrest, M. Schreiber, B. Baily (all Deloitte), Weil tax team, Sears tax team, and FTI.	\$325.00	0.5	\$162.50
Allegretti, Joe	Call with E. Tzavelis, S. Fielding, M. Browning, C. Chatten, M. Butler, B. Collins, B. Baily, and M. Schreiber (all Deloitte) regarding upcoming schedule and outstanding deliverables.	\$325.00	0.2	\$65.00
Allegretti, Joe	Call with E. Tzavelis, S. Fielding, M. Browning, C. Chatten, M. Butler, B. Collins, J. Forrest, B. Baily, and M. Schreiber (all Deloitte) regarding creditor recovery estimations and follow-up items following weekly tax call with UCC.	\$325.00	0.7	\$227.50

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Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/11/2019				
Baily, Brianna	Weekly tax update call with D. Hoffman, E. Tzavelis, S. Fielding, M. Browning, C. Chatten, M. Butler, J. Allegretti, B. Collins, J. Forrest, M. Schreiber (all Deloitte), Weil tax team, Sears tax team, and FTI.	\$595.00	0.5	\$297.50
Baily, Brianna	Call with E. Tzavelis, S. Fielding, M. Browning, C. Chatten, M. Butler, J. Allegretti, B. Collins, and M. Schreiber (all Deloitte) regarding upcoming schedule and outstanding deliverables	\$595.00	0.2	\$119.00
Baily, Brianna	Call with E. Tzavelis, S. Fielding, M. Browning, C. Chatten, M. Butler, J. Allegretti, B. Collins, J. Forrest, and M. Schreiber (all Deloitte) regarding creditor recovery estimations and follow-up items following weekly tax call with UCC	\$595.00	0.7	\$416.50
Blackwell, Chris	Call with C. Newport (Deloitte) regarding the application of Texas sales and use tax casual sale exemption to an asset sale transaction.	\$595.00	0.3	\$178.50
Brenner, Myles	Call with R. Wood and C. Newport (both Deloitte) regarding the application of Washington sales/use tax casual sale exemption to an asset sale transaction.	\$595.00	0.4	\$238.00
Browning, Maria	Meeting with E. Tzavelis, S. Fielding, and C. Chatten (all Deloitte) regarding status of outstanding workstreams and deliverables.	\$450.00	0.3	\$135.00
Browning, Maria	Meeting with E. Tzavelis, S. Fielding, and C. Chatten (all Deloitte) to prepare for weekly status update call with UCC.	\$450.00	0.7	\$315.00
Browning, Maria	Weekly tax update call with D. Hoffman, E. Tzavelis, S. Fielding, C. Chatten, M. Butler, J. Allegretti, B. Collins, J. Forrest, M. Schreiber, B. Baily (all Deloitte), Weil tax team, Sears tax team, and FTI.	\$450.00	0.5	\$225.00

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Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/11/2019				
Browning, Maria	Call with E. Tzavelis, S. Fielding, C. Chatten, M. Butler, J. Allegretti, B. Collins, B. Baily, and M. Schreiber (all Deloitte) regarding upcoming schedule and outstanding deliverables.	\$450.00	0.2	\$90.00
Browning, Maria	Call with E. Tzavelis, S. Fielding, C. Chatten, M. Butler, J. Allegretti, B. Collins, J. Forrest, B. Baily, and M. Schreiber (all Deloitte) regarding creditor recovery estimations and follow-up items following weekly tax call with UCC.	\$450.00	0.7	\$315.00
Browning, Maria	Call with E. Tzavelis, S. Fielding, C. Chatten, and B. Sullivan (all Deloitte) regarding transfer tax estimates and real estate valuation.	\$450.00	0.2	\$90.00
Browning, Maria	Call with B. Sullivan, E. Tzavelis, S. Fielding, and C. Chatten (all Deloitte) regarding transfer tax estimates.	\$450.00	0.3	\$135.00
Butler, Mike	Weekly tax update call with D. Hoffman, E. Tzavelis, S. Fielding, M. Browning, C. Chatten, J. Allegretti, B. Collins, J. Forrest, M. Schreiber, B. Baily (all Deloitte), Weil tax team, Sears tax team, and FTI.	\$595.00	0.5	\$297.50
Butler, Mike	Review details of revised income tax model for revised ESL bid.	\$595.00	2.6	\$1,547.00
Butler, Mike	Call with E. Tzavelis, S. Fielding, M. Browning, C. Chatten, J. Allegretti, B. Collins, B. Baily, and M. Schreiber (all Deloitte) regarding upcoming schedule and outstanding deliverables.	\$595.00	0.2	\$119.00
Butler, Mike	Call with E. Tzavelis, S. Fielding, M. Browning, C. Chatten, J. Allegretti, B. Collins, J. Forrest, B. Baily, and M. Schreiber (all Deloitte) regarding creditor recovery estimations and follow-up items following weekly tax call with UCC.	\$595.00	0.7	\$416.50
Chatten, Colin	Research qualified creditor requirement of IRC Section 382(l)(5).	\$325.00	1.5	\$487.50

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Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/11/2019				
Chatten, Colin	Weekly tax update call with D. Hoffman, E. Tzavelis, S. Fielding, M. Browning, M. Butler, J. Allegretti, B. Collins, J. Forrest, M. Schreiber, B. Baily (all Deloitte), Weil tax team, Sears tax team, and FTI.	\$325.00	0.5	\$162.50
Chatten, Colin	Meeting with E. Tzavelis, S. Fielding, and M. Browning (all Deloitte) regarding status of outstanding workstreams and deliverables.	\$325.00	0.3	\$97.50
Chatten, Colin	Meeting with E. Tzavelis, S. Fielding, and M. Browning (all Deloitte) to prepare for weekly status update call with UCC.	\$325.00	0.7	\$227.50
Chatten, Colin	Call with E. Tzavelis, S. Fielding, M. Browning, M. Butler, J. Allegretti, B. Collins, J. Forrest, B. Baily, and M. Schreiber (all Deloitte) regarding creditor recovery estimations and follow-up items following weekly tax call with UCC.	\$325.00	0.7	\$227.50
Chatten, Colin	Call with E. Tzavelis, S. Fielding, M. Browning, C. Chatten, M. Butler, J. Allegretti, B. Baily, and M. Schreiber (all Deloitte) regarding upcoming schedule and outstanding deliverables.	\$325.00	0.2	\$65.00
Chatten, Colin	Call with B. Sullivan, E. Tzavelis, S. Fielding, and M. Browning (all Deloitte) regarding transfer tax estimates.	\$325.00	0.3	\$97.50
Chatten, Colin	Call with E. Tzavelis, S. Fielding, and M. Browning, and B. Sullivan (all Deloitte) regarding transfer tax estimates and real estate valuation.	\$325.00	0.2	\$65.00
Collins, Bryan	Call with E. Tzavelis, S. Fielding, M. Browning, C. Chatten, M. Butler, J. Allegretti, B. Baily, and M. Schreiber (all Deloitte) regarding upcoming schedule and outstanding deliverables.	\$975.00	0.2	\$195.00

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Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/11/2019				
Collins, Bryan	Call with E. Tzavelis, S. Fielding, M. Browning, C. Chatten, M. Butler, J. Allegretti, J. Forrest, B. Baily, and M. Schreiber (all Deloitte) regarding creditor recovery estimations and follow-up items following weekly tax call with UCC.	\$975.00	0.7	\$682.50
Collins, Bryan	Research and planning of possible emergence reorganization alternatives.	\$975.00	1.0	\$975.00
Collins, Bryan	Weekly tax update call with D. Hoffman, E. Tzavelis, S. Fielding, M. Browning, C. Chatten, M. Butler, J. Allegretti, J. Forrest, M. Schreiber, B. Baily (all Deloitte), Weil tax team, Sears tax team, and FTI.	\$975.00	0.5	\$487.50
Collins, Bryan	Review email correspondence regarding tax consequences of sale of MTNs to Cyrus	\$975.00	0.3	\$292.50
Espinola, Jonathan	Follow up call with Y. Ko (Deloitte) regarding real estate transfer tax model revisions.	\$595.00	0.3	\$178.50
Espinola, Jonathan	Call with Y. Ko (Deloitte) regarding revisions to real estate transfer tax model to account for additional bid information.	\$595.00	0.3	\$178.50
Espinola, Jonathan	Draft revisions to real estate transfer tax model based on separate values provided for each class of property.	\$595.00	2.1	\$1,249.50
Espinola, Jonathan	Review additional revisions made by Y. Ko (Deloitte) to real estate transfer tax model pertaining to alternate bid and closed stores.	\$595.00	1.3	\$773.50
Espinola, Jonathan	Review alternative bid information and analyze and revise real estate transfer tax model accordingly.	\$595.00	1.2	\$714.00
Espinola, Jonathan	Review draft revisions made by Y. Ko (Deloitte) to real estate transfer tax estimates, including alternate bid scenario and closed stores.	\$595.00	1.7	\$1,011.50

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Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/11/2019				
Fielding, Stephen	Call with E. Tzavelis, M. Browning, C. Chatten, M. Butler, J. Allegretti, B. Collins, B. Baily, and M. Schreiber (all Deloitte) regarding upcoming schedule and outstanding deliverables.	\$595.00	0.2	\$119.00
Fielding, Stephen	Call with E. Tzavelis, M. Browning, C. Chatten, M. Butler, J. Allegretti, B. Collins, J. Forrest, B. Baily, and M. Schreiber (all Deloitte) regarding creditor recovery estimations and follow-up items following weekly tax call with UCC.	\$595.00	0.7	\$416.50
Fielding, Stephen	Call with E. Tzavelis, M. Browning, C. Chatten, and B. Sullivan (all Deloitte) regarding transfer tax estimates and real estate valuation.	\$595.00	0.2	\$119.00
Fielding, Stephen	Call with B. Sullivan, E. Tzavelis, M. Browning, and C. Chatten (all Deloitte) regarding transfer tax estimates.	\$595.00	0.3	\$178.50
Fielding, Stephen	Meeting with E. Tzavelis, M. Browning, and C. Chatten (all Deloitte) to prepare for weekly status update call with UCC.	\$595.00	0.7	\$416.50
Fielding, Stephen	Meeting with E. Tzavelis, M. Browning, and C. Chatten (all Deloitte) regarding status of outstanding deliverables.	\$595.00	0.5	\$297.50
Fielding, Stephen	Weekly tax update call with D. Hoffman, E. Tzavelis, M. Browning, C. Chatten, M. Butler, J. Allegretti, B. Collins, J. Forrest, M. Schreiber, B. Baily (all Deloitte), Weil tax team, Sears tax team, and FTI.	\$595.00	0.5	\$297.50
Forrest, Jonathan	Review revised creditor bid and related implication on restructuring alternatives.	\$975.00	1.1	\$1,072.50
Forrest, Jonathan	Weekly tax update call with D. Hoffman, E. Tzavelis, S. Fielding, M. Browning, C. Chatten, M. Butler, J. Allegretti, B. Collins, M. Schreiber, B. Baily (all Deloitte), Weil tax team, Sears tax team, and FTI.	\$975.00	0.5	\$487.50

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Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/11/2019				
Forrest, Jonathan	Call with E. Tzavelis, S. Fielding, M. Browning, C. Chatten, M. Butler, J. Allegretti, B. Collins, B. Baily, and M. Schreiber regarding creditor recovery estimations and follow-up items following weekly tax call with UCC.	\$975.00	0.7	\$682.50
Hoffman, David	Review updated tax analysis deck provided to creditor advisors in preparation for creditor advisor call.	\$850.00	0.8	\$680.00
Hoffman, David	Weekly tax update call with E. Tzavelis, S. Fielding, M. Browning, C. Chatten, M. Butler, J. Allegretti, B. Collins, J. Forrest, M. Schreiber, B. Baily (all Deloitte), Weil tax team, Sears tax team, and FTI.	\$850.00	0.5	\$425.00
Ko, Youngbok	Call with J. Espinola (Deloitte) to discuss transfer tax analysis update	\$450.00	0.5	\$225.00
Ko, Youngbok	Update transfer tax analysis for recently closed stores.	\$450.00	2.0	\$900.00
Ko, Youngbok	Update transfer tax analysis in accordance with alternative bid.	\$450.00	2.0	\$900.00
Maxey, Tim	Call with C. Newport (Deloitte) to discuss revisions to the estimated transfer tax analysis on sale of fleet of vehicles for vehicles that are currently on lease for Division 1.	\$450.00	0.1	\$45.00
Maxey, Tim	Update business assets schedule and tax amounts in fleet schedules.	\$450.00	0.7	\$315.00
Maxey, Tim	Call with C. Newport (Deloitte) to discuss sales tax rate and formula updates to estimated sales and use tax analysis on sale of assets.	\$450.00	0.2	\$90.00
Maxey, Tim	Call with C. Newport (Deloitte) to discuss sales tax rate and formula updates to estimated sales and use tax analysis on sale of assets.	\$450.00	0.2	\$90.00
Maxey, Tim	Call with C. Newport (Deloitte) to discuss review comments for estimated transfer tax analysis on sale of fleet of vehicles.	\$450.00	0.1	\$45.00

Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/11/2019				
Newport, Cathy	Call with T. Maxey (Deloitte) to discuss revisions to the estimated transfer tax analysis on sale of fleet of vehicles for vehicles that are currently on lease for Division 1.	\$725.00	0.1	\$72.50
Newport, Cathy	Call with T. Maxey (Deloitte) to discuss review comments for estimated transfer tax analysis on sale of fleet of vehicles.	\$725.00	0.1	\$72.50
Newport, Cathy	Call with L. Joers (Deloitte) regarding the application of Wisconsin sales and use tax casual sale exemption to an asset sale transaction.	\$725.00	0.3	\$217.50
Newport, Cathy	Call with R. Woods and M. Brenner (both Deloitte) regarding the application of Washington sales and use tax casual sale exemption to an asset sale transaction.	\$725.00	0.4	\$290.00
Newport, Cathy	Review revised estimated transfer tax on sale of fleet of vehicles to include vehicles off lease for Division 1 and make related updates to the summary schedule.	\$725.00	0.2	\$145.00
Newport, Cathy	Review sales tax rate updates to the estimates sales and use tax analysis on the sale of assets.	\$725.00	0.2	\$145.00
Newport, Cathy	Call with C. Blackwell (Deloitte) regarding the application of Texas sales and use tax casual sale exemption to an asset sale transaction.	\$725.00	0.3	\$217.50
Newport, Cathy	Call with B. Sullivan (Deloitte) to discuss casual sales exemption research and estimated sales and use tax analysis on sale of assets.	\$725.00	0.3	\$217.50
Newport, Cathy	Call with T. Maxey (Deloitte) to discuss sales tax rate and formula updates to estimated sales and use tax analysis on sale of assets.	\$725.00	0.2	\$145.00
Newport, Cathy	Make updates to estimated sales and use tax analysis on sale of assets summary schedule.	\$725.00	0.6	\$435.00

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Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/11/2019				
Omar, Fatin	Update transfer tax analyses.	\$725.00	1.0	\$725.00
Pauls, William	Attend interoffice conferences with B. Collins (Deloitte) to discuss questions regarding Sears Reinsurance Company, Ltd.	\$975.00	1.1	\$1,072.50
Pauls, William	Review the tax basis balance sheet of Sears Reinsurance Company, Ltd.	\$975.00	1.7	\$1,657.50
Schreiber, Mendy	Call with E. Tzavelis, S. Fielding, M. Browning, C. Chatten, M. Butler, J. Allegretti, B. Collins, and B. Baily (all Deloitte) regarding upcoming schedule and outstanding deliverables.	\$450.00	0.2	\$90.00
Schreiber, Mendy	Call with E. Tzavelis, S. Fielding, M. Browning, C. Chatten, M. Butler, J. Allegretti, B. Collins, J. Forrest, and B. Baily (all Deloitte) regarding creditor recovery estimations and follow-up items following weekly tax call with UCC.	\$450.00	0.7	\$315.00
Schreiber, Mendy	Weekly tax update call with D. Hoffman, E. Tzavelis, S. Fielding, M. Browning, C. Chatten, M. Butler, J. Allegretti, B. Collins, J. Forrest, B. Baily (all Deloitte), Weil tax team, Sears tax team, and FTI.	\$450.00	0.5	\$225.00
Sullivan, Brian	Review motor vehicle transfer tax estimate for Sears Home Services bid.	\$850.00	1.1	\$935.00
Sullivan, Brian	Review revised transfer tax projections for ESL bid.	\$850.00	2.1	\$1,785.00
Sullivan, Brian	Review realty transfer tax estimate for Sears Home Services asset sale bid.	\$850.00	1.4	\$1,190.00
Sullivan, Brian	Call with E. Tzavelis, S. Fielding, M. Browning, and C. Chatten (all Deloitte) regarding transfer tax estimates and real estate valuation.	\$850.00	0.2	\$170.00
Sullivan, Brian	Call with E. Tzavelis, S. Fielding, M. Browning, and C. Chatten (all Deloitte) regarding transfer tax estimates.	\$850.00	0.3	\$255.00

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Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/11/2019				
Tzavelis, Elias	Meeting with S. Fielding, M. Browning, and C. Chatten (all Deloitte) to prepare for weekly status update call with UCC.	\$850.00	0.7	\$595.00
Tzavelis, Elias	Meeting with S. Fielding, M. Browning, and C. Chatten (all Deloitte) regarding status of outstanding workstreams and deliverables.	\$850.00	0.3	\$255.00
Tzavelis, Elias	Weekly tax update call with D. Hoffman, S. Fielding, M. Browning, C. Chatten, M. Butler, J. Allegretti, B. Collins, J. Forrest, M. Schreiber, B. Baily (all Deloitte), Weil tax team, Sears tax team, and FTI.	\$850.00	0.5	\$425.00
Tzavelis, Elias	Call with S. Fielding, M. Browning, C. Chatten, and B. Sullivan (all Deloitte) regarding transfer tax estimates and real estate valuation.	\$850.00	0.2	\$170.00
Tzavelis, Elias	Call with S. Fielding, M. Browning, C. Chatten, M. Butler, J. Allegretti, B. Collins, J. Forrest, B. Baily, and M. Schreiber (all Deloitte) regarding creditor recovery estimations and follow-up items following weekly tax call with UCC.	\$850.00	0.7	\$595.00
Tzavelis, Elias	Call with S. Fielding, M. Browning, C. Chatten, M. Butler, J. Allegretti, B. Collins, B. Baily, and M. Schreiber (all Deloitte) regarding upcoming schedule and outstanding deliverables.	\$850.00	0.2	\$170.00
Tzavelis, Elias	Call with B. Sullivan, S. Fielding, M. Browning, and C. Chatten (all Deloitte) regarding transfer tax estimates.	\$850.00	0.3	\$255.00
Wood, Robert	Call with C. Newport and M. Brenner (both Deloitte) regarding the application of Washington sales and use tax casual sale exemption to an asset sale transaction.	\$725.00	0.4	\$290.00

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Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/14/2019				
Allegretti, Joe	Call with K. Corrigan, T. Hermanson, B. Baily, M. Browning, M. Butler, S. Fielding, E. Tzavelis, and C. Chatten (all Deloitte) regarding stock basis estimates.	\$325.00	0.4	\$130.00
Allegretti, Joe	Meeting with B. Baily, M. Browning, M. Butler, and C. Chatten (all Deloitte) regarding research on certain tax issues in emergence transaction.	\$325.00	1.8	\$585.00
Allegretti, Joe	Call with B. Baily, M. Browning, M. Butler, E. Tzavelis, S. Fielding, C. Chatten, and B. Collins (all Deloitte) regarding tax implications of certain emergence transaction scenarios.	\$325.00	0.5	\$162.50
Allegretti, Joe	Meeting with M. Browning, M. Butler, S. Fielding, E. Tzavelis, and C. Chatten (all Deloitte) regarding location of intercompany debt and excess loss accounts.	\$325.00	0.6	\$195.00
Allegretti, Joe	Meeting with M. Butler (Deloitte) regarding tax attribute reduction model.	\$325.00	0.8	\$260.00
Allegretti, Joe	Meeting with B. Baily, M. Browning, M. Butler, and C. Chatten(all Deloitte) regarding tax attribute reduction model.	\$325.00	0.7	\$227.50
Allegretti, Joe	Meeting with B. Baily, M. Browning, M. Butler, E. Tzavelis, and C. Chatten (all Deloitte)regarding worthless stock deductions.	\$325.00	0.4	\$130.00
Allegretti, Joe	Meeting with B. Baily, M. Browning, M. Butler, E. Tzavelis, S. Fielding, and C. Chatten (all Deloitte) regarding structuring of emergence transaction.	\$325.00	0.8	\$260.00
Allegretti, Joe	Meeting with B. Baily, M. Browning, M. Butler, S. Fielding, E. Tzavelis, and C. Chatten (all Deloitte) regarding intercompany obligations.	\$325.00	1.3	\$422.50
Allegretti, Joe	Meeting with B. Baily, M. Butler, and C. Chatten (all Deloitte) regarding tax attribute reduction model.	\$325.00	0.9	\$292.50

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Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/14/2019				
Baily, Brianna	Call with J. Allegretti, M. Browning, M. Butler, E. Tzavelis, S. Fielding, C. Chatten, and B. Collins (all Deloitte) regarding tax implications of certain emergence transaction scenarios	\$595.00	0.5	\$297.50
Baily, Brianna	Meeting with J. Allegretti, M. Browning, M. Butler, and C. Chatten (all Deloitte) regarding research on certain tax issues in emergence transaction	\$595.00	1.8	\$1,071.00
Baily, Brianna	Meeting with J. Allegretti, M. Browning, M. Butler, and C. Chatten (all Deloitte) regarding tax attribute reduction model	\$595.00	0.7	\$416.50
Baily, Brianna	Call with E. Tzavelis, S. Fielding, M. Browning, C. Chatten, J. Forrest (all Deloitte) regarding emergence transaction structure deck	\$595.00	0.6	\$357.00
Baily, Brianna	Meeting with J. Allegretti, M. Butler, and C. Chatten (all Deloitte) regarding tax attribute reduction model	\$595.00	0.9	\$535.50
Baily, Brianna	Meeting with M. Browning, J. Allegretti, M. Butler, S. Fielding, E. Tzavelis, and C. Chatten (all Deloitte) regarding intercompany obligations	\$595.00	1.3	\$773.50
Baily, Brianna	Meeting with J. Allegretti, M. Browning, M. Butler, E. Tzavelis, S. Fielding, and C. Chatten (all Deloitte) regarding structuring of emergence transaction	\$595.00	0.4	\$238.00
Baily, Brianna	Meeting with J. Allegretti, M. Browning, M. Butler, E. Tzavelis, S. Fielding, and C. Chatten (all Deloitte) regarding structuring of emergence transaction	\$595.00	0.8	\$476.00
Baily, Brianna	Call with K. Corrigan, T. Hermanson, J. Allegretti, M. Browning, M. Butler, S. Fielding, E. Tzavelis, and C. Chatten (all Deloitte) regarding stock basis estimates	\$595.00	0.4	\$238.00

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Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/14/2019				
Baily, Brianna	Meeting with E. Tzavelis, S. Fielding, M. Browning, and C. Chatten (all Deloitte) to discuss whether a potential transaction may qualify as a reorganization under IRC Section 368 (a)(1)(G).	\$595.00	0.2	\$119.00
Browning, Maria	Meeting with J. Allegretti, M. Butler, S. Fielding, E. Tzavelis, and C. Chatten (all Deloitte) regarding location of intercompany debt and excess loss accounts.	\$450.00	0.6	\$270.00
Browning, Maria	Meeting with B. Baily, J. Allegretti, M. Butler, E. Tzavelis, and C. Chatten (all Deloitte) regarding worthless stock deductions.	\$450.00	0.4	\$180.00
Browning, Maria	Meeting with B. Baily, J. Allegretti, M. Butler, E. Tzavelis, S. Fielding, and C. Chatten (all Deloitte) regarding structuring of emergence transaction.	\$450.00	0.8	\$360.00
Browning, Maria	Meeting with B. Baily, J. Allegretti, M. Butler, S. Fielding, E. Tzavelis, and C. Chatten (all Deloitte) regarding intercompany obligations.	\$450.00	1.3	\$585.00
Browning, Maria	Call with K. Corrigan, T. Hermanson, B. Baily, J. Allegretti, M. Butler, S. Fielding, E. Tzavelis, and C. Chatten (all Deloitte) regarding stock basis estimates.	\$450.00	0.4	\$180.00
Browning, Maria	Meeting with B. Baily, J. Allegretti, M. Butler, and C. Chatten (all Deloitte) regarding research on certain tax issues in emergence transaction.	\$450.00	1.8	\$810.00
Browning, Maria	Meeting with B. Baily, J. Allegretti, M. Butler, and C. Chatten (all Deloitte) regarding tax attribute reduction model.	\$450.00	0.7	\$315.00
Browning, Maria	Call with B. Baily, J. Allegretti, M. Butler, E. Tzavelis, S. Fielding, C. Chatten, and B. Collins (all Deloitte) regarding tax implications of certain emergence transaction scenarios.	\$450.00	0.5	\$225.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/14/2019				
Browning, Maria	Research IRC Section 368(a)(1)(G) reorganization requirements.	\$450.00	1.5	\$675.00
Butler, Mike	Call with K. Corrigan, T. Hermanson, B. Baily, J. Allegretti, M. Browning, S. Fielding, E. Tzavelis, and C. Chatten (all Deloitte) regarding stock basis estimates.	\$595.00	0.4	\$238.00
Butler, Mike	Meeting with B. Baily, M. Browning, J. Allegretti, S. Fielding, E. Tzavelis, and C. Chatten (all Deloitte) regarding intercompany obligations.	\$595.00	1.3	\$773.50
Butler, Mike	Meeting with J. Allegretti (Deloitte) regarding tax attribute reduction model.	\$595.00	0.8	\$476.00
Butler, Mike	Meeting with B. Baily, J. Allegretti, M. Browning, E. Tzavelis, and C. Chatten (all Deloitte) regarding worthless stock deductions.	\$595.00	0.4	\$238.00
Butler, Mike	Meeting with B. Baily, J. Allegretti, M. Browning, and C. Chatten (all Deloitte) regarding research on certain tax issues in emergence transaction	\$595.00	1.8	\$1,071.00
Butler, Mike	Meeting with B. Baily, J. Allegretti, M. Browning, and C. Chatten (all Deloitte) regarding tax attribute reduction model.	\$595.00	0.7	\$416.50
Butler, Mike	Meeting with B. Baily, J. Allegretti, M. Browning, E. Tzavelis, S. Fielding, and C. Chatten (all Deloitte) regarding structuring of emergence transaction.	\$595.00	0.8	\$476.00
Butler, Mike	Meeting with B. Baily, J. Allegretti, and C. Chatten (both Deloitte) regarding tax attribute reduction model.	\$595.00	0.9	\$535.50
Butler, Mike	Meeting with M. Browning, J. Allegretti, S. Fielding, E. Tzavelis, and C. Chatten (all Deloitte) regarding location of intercompany debt and excess loss	\$595.00	0.6	\$357.00
Butler, Mike	Call with B. Baily, J. Allegretti, M. Browning, E. Tzavelis, S. Fielding, C. Chatten, and B. Collins (all Deloitte) regarding tax implications of certain emergence transaction scenarios.	\$595.00	0.5	\$297.50

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/14/2019				
Butler, Mike	Review updated income tax model.	\$595.00	0.9	\$535.50
Chatten, Colin	Call with K. Corrigan, T. Hermanson, B. Baily, J. Allegretti, M. Browning, M. Butler, S. Fielding, and E. Tzavelis (all Deloitte) regarding stock basis estimates.	\$325.00	0.4	\$130.00
Chatten, Colin	Meeting with B. Baily, J. Allegretti, M. Browning, M. Butler, and E. Tzavelis (all Deloitte) regarding worthless stock deductions.	\$325.00	0.4	\$130.00
Chatten, Colin	Meeting with B. Baily, J. Allegretti, M. Browning, M. Butler, E. Tzavelis, and S. Fielding (all Deloitte) regarding structuring of emergence transaction.	\$325.00	0.8	\$260.00
Chatten, Colin	Meeting with B. Baily, J. Allegretti, and M. Butler (all Deloitte) regarding tax attribute reduction model.	\$325.00	0.9	\$292.50
Chatten, Colin	Meeting with B. Baily, J. Allegretti, M. Browning, and M. Butler (all Deloitte) regarding research on certain tax issues in emergence transaction.	\$325.00	1.8	\$585.00
Chatten, Colin	Meeting with B. Baily, J. Allegretti, M. Browning, and M. Butler (all Deloitte) regarding tax attribute reduction model.	\$325.00	0.7	\$227.50
Chatten, Colin	Meeting with B. Baily, M. Browning, J. Allegretti, M. Butler, S. Fielding, and E. Tzavelis (all Deloitte) regarding intercompany obligations.	\$325.00	1.3	\$422.50
Chatten, Colin	Call with B. Baily, J. Allegretti, M. Browning, M. Butler, E. Tzavelis, S. Fielding, and B. Collins (all Deloitte) regarding tax implications of certain emergence transaction scenarios.	\$325.00	0.5	\$162.50
Chatten, Colin	Meeting with M. Browning, J. Allegretti, M. Butler, S. Fielding, and E. Tzavelis (all Deloitte) regarding location of intercompany debt and excess loss accounts.	\$325.00	0.6	\$195.00
Collins, Bryan	Review transfer tax analyses.	\$975.00	1.7	\$1,657.50

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/14/2019				
Collins, Bryan	Research regarding multiple IRC Section 368(a)(1)(G) reorganizations and related party rules under IRC Sections 267 and 168(k).	\$975.00	1.1	\$1,072.50
Collins, Bryan	Call with B. Baily, J. Allegretti, M. Browning, M. Butler, E. Tzavelis, S. Fielding, and C. Chatten (all Deloitte) regarding tax implications of certain emergence transaction scenarios.	\$975.00	0.5	\$487.50
Espinola, Jonathan	Review research for New Mexico's conformity to IRC Section 172(a)(2).	\$595.00	0.5	\$297.50
Espinola, Jonathan	Review research for New York City's conformity to IRC Section 172(a)(2).	\$595.00	0.5	\$297.50
Espinola, Jonathan	Review research for New York's conformity to IRC Section 172(a)(2).	\$595.00	0.5	\$297.50
Espinola, Jonathan	Review research for Oklahoma's conformity to IRC Section 172(a)(2).	\$595.00	0.5	\$297.50
Espinola, Jonathan	Review research regarding whether Oregon conforms to IRC Section 172(a)(2).	\$595.00	0.5	\$297.50
Espinola, Jonathan	Review research regarding whether Pennsylvania conforms to IRC Section 172(a)(2).	\$595.00	0.5	\$297.50
Espinola, Jonathan	Review research regarding whether Rhode Island conforms to IRC Section 172(a)(2).	\$595.00	0.5	\$297.50
Fielding, Stephen	Call with B. Baily, J. Allegretti, M. Browning, M. Butler, E. Tzavelis, C. Chatten, and B. Collins (all Deloitte) regarding tax implications of certain emergence transaction scenarios.	\$595.00	0.5	\$297.50
Fielding, Stephen	Meeting with M. Browning, J. Allegretti, M. Butler, E. Tzavelis, and C. Chatten (all Deloitte) regarding location of intercompany debt and excess loss accounts.	\$595.00	0.6	\$357.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/14/2019				
Fielding, Stephen	Call with K. Corrigan, T. Hermanson, B. Baily, J. Allegretti, M. Browning, M. Butler, E. Tzavelis, and C. Chatten (all Deloitte) regarding stock basis estimates.	\$595.00	0.4	\$238.00
Fielding, Stephen	Meeting with B. Baily, J. Allegretti, M. Browning, M. Butler, E. Tzavelis, and C. Chatten (all Deloitte) regarding structuring of emergence transaction.	\$595.00	0.8	\$476.00
Fielding, Stephen	Meeting with B. Baily, M. Browning, J. Allegretti, M. Butler, E. Tzavelis, and C. Chatten (all Deloitte) regarding intercompany obligations.	\$595.00	1.3	\$773.50
Forrest, Jonathan	Review illustrative restructuring alternatives presentation	\$975.00	0.6	\$585.00
Hermanson, Tom	Call with K. Corrigan, B. Baily, J. Allegretti, M. Browning, M. Butler, S. Fielding, E. Tzavelis, and C. Chatten (all Deloitte) regarding stock basis estimates.	\$850.00	0.4	\$340.00
Hoffman, David	Meet with E. Tzavelis (Deloitte) to review status of creditor discussions and new information provided by Sears tax team.	\$850.00	1.0	\$850.00
Schreiber, Mendy	Research and draft an outline evaluating the application of related party rules under IRC Sections 168(k) and 267.	\$450.00	3.0	\$1,350.00
Tzavelis, Elias	Call with K. Corrigan, T. Hermanson, B. Baily, J. Allegretti, M. Browning, M. Butler, S. Fielding, and C. Chatten (all Deloitte) regarding stock basis estimates.	\$850.00	0.4	\$340.00
Tzavelis, Elias	Call with S. Fielding, M. Browning, C. Chatten, J. Forrest, and B. Baily (all Deloitte) regarding emergence transaction structure deck.	\$850.00	0.6	\$510.00
Tzavelis, Elias	Meeting with B. Baily, J. Allegretti, M. Browning, M. Butler, and C. Chatten (all Deloitte) regarding worthless stock deductions.	\$850.00	0.4	\$340.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/14/2019				
Tzavelis, Elias	Meeting with B. Baily, J. Allegretti, M. Browning, M. Butler, S. Fielding, and C. Chatten (all Deloitte) regarding structuring of emergence transaction.	\$850.00	0.8	\$680.00
Tzavelis, Elias	Meeting with B. Baily, M. Browning, J. Allegretti, M. Butler, S. Fielding, and C. Chatten (all Deloitte) regarding intercompany obligations.	\$850.00	1.3	\$1,105.00
Tzavelis, Elias	Meeting with S. Fielding, B. Baily, M. Browning, and C. Chatten (all Deloitte) to discuss whether a potential transaction may qualify as a reorganization under IRC Section 368 (a)(1)(G).	\$850.00	0.2	\$170.00
Tzavelis, Elias	Meeting with M. Browning, J. Allegretti, M. Butler, S. Fielding, and C. Chatten (all Deloitte) regarding location of intercompany debt and excess loss accounts.	\$850.00	0.6	\$510.00
Tzavelis, Elias	Call with B. Baily, J. Allegretti, M. Browning, M. Butler, S. Fielding, C. Chatten, and B. Collins (all Deloitte) regarding tax implications of certain emergence transaction scenarios.	\$850.00	0.5	\$425.00
01/15/2019				
Allegretti, Joe	Meeting with B. Baily, M. Butler, and M. Browning (all Deloitte) to discuss and update the tax model for the taxable and non-taxable liquidations.	\$325.00	0.5	\$162.50
Allegretti, Joe	Meeting with B. Baily, M. Butler, and M. Browning (all Deloitte) to discuss the updated ESL bid matrix provided by MIII.	\$325.00	0.8	\$260.00
Allegretti, Joe	Meeting with E. Tzavelis, B. Baily, M. Butler, and M. Browning (all Deloitte) to discuss the status of the Sears auction process and any corresponding updates.	\$325.00	0.5	\$162.50

Sears Holdings Corporation

Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/15/2019				
Allegretti, Joe	Meeting with E. Tzavelis, S. Fielding, B. Baily, M. Butler and M. Browning (all Deloitte) to discuss high-level assumptions and next steps to implement the structure considerations into the tax model.	\$325.00	0.5	\$162.50
Allegretti, Joe	Meeting with S. Fielding, E. Tzavelis, B. Baily, M. Butler and M. Browning (all Deloitte) to discuss the status of the tax model updates and the issues to be discussed on the transfer tax call.	\$325.00	0.4	\$130.00
Allegretti, Joe	Meeting with S. Fielding, E. Tzavelis, B. Baily, M. Butler and M. Browning (all Deloitte) to review the prior day's discussion related to structuring and its impact on the tax model.	\$325.00	0.3	\$97.50
Allegretti, Joe	Meeting with S. Fielding, B. Baily, M. Butler and M. Browning (all Deloitte) to discuss implementing the structure considerations into the tax model.	\$325.00	0.8	\$260.00
Allegretti, Joe	Meeting with B. Baily and M. Butler (both Deloitte) to discuss the functionality of the tax model with the structure considerations.	\$325.00	0.5	\$162.50
Allegretti, Joe	Meeting with B. Baily and M. Butler (both Deloitte) to update the tax model for the taxable and non-taxable liquidations and discuss tax impacts.	\$325.00	0.4	\$130.00
Allegretti, Joe	Meeting with B. Baily and M. Browning (both Deloitte) to update the tax model for the taxable and non-taxable liquidations and discuss tax impacts.	\$325.00	0.8	\$260.00
Allegretti, Joe	Call with E. Tzavelis, J. Forrest, B. Collins, S. Fielding, M. Butler, B. Baily, and M. Browning (all Deloitte) discussing tax structuring for the ESL bid.	\$325.00	0.4	\$130.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/15/2019				
Allegretti, Joe	Call with E. Tzavelis, J. Forrest, B. Collins, W. Pauls, S. Fielding, M. Butler, B. Baily, and M. Browning (all Deloitte) discussing insurance tax considerations.	\$325.00	0.9	\$292.50
Allegretti, Joe	Call with B. Collins, C. Newport, T. Maxey, B. Baily, S. Fielding, M. Butler, M. Browning, E. Tzavelis and B. Sullivan (all Deloitte) to discuss transfer tax updates.	\$325.00	0.2	\$65.00
Atwal, Justin	Perform data input for Sears basis study supporting workpapers.	\$325.00	2.9	\$942.50
Atwal, Justin	Prepare Sears basis study supporting workpapers.	\$325.00	1.1	\$357.50
Baily, Brianna	Meeting with J. Allegretti and M. Browning (both Deloitte) to update the tax model for the taxable and non-taxable liquidations and discuss tax impacts	\$595.00	0.8	\$476.00
Baily, Brianna	Meeting with J. Allegretti and M. Butler (both Deloitte) to discuss the functionality of the tax model with the structure considerations	\$595.00	0.5	\$297.50
Baily, Brianna	Meeting with J. Allegretti and M. Butler (both Deloitte) to update the tax model for the taxable and non-taxable liquidations and discuss tax impacts	\$595.00	0.4	\$238.00
Baily, Brianna	Meeting with J. Allegretti, M. Butler and M. Browning (all Deloitte) to discuss and update the tax model for the taxable and non-taxable liquidations	\$595.00	0.5	\$297.50
Baily, Brianna	Meeting with J. Allegretti, M. Butler and M. Browning (all Deloitte) to discuss the updated ESL bid matrix provided by MIII	\$595.00	0.8	\$476.00
Baily, Brianna	Meeting with J. Allegretti, E. Tzavelis, M. Butler and M. Browning (all Deloitte) to discuss the status of the Sears auction process and any corresponding updates	\$595.00	0.5	\$297.50

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/15/2019				
Baily, Brianna	Meeting with J. Allegretti, E. Tzavelis, S. Fielding, M. Butler, and M. Browning (all Deloitte) to discuss high-level assumptions and next steps to implement the structure considerations into the tax model	\$595.00	0.5	\$297.50
Baily, Brianna	Meeting with J. Allegretti, S. Fielding, E. Tzavelis, M. Butler, and M. Browning (all Deloitte) to discuss the status of the tax model updates and the issues to be discussed on the transfer tax call	\$595.00	0.4	\$238.00
Baily, Brianna	Meeting with J. Allegretti, S. Fielding, E. Tzavelis, M. Butler, and M. Browning (all Deloitte) to review the prior day's discussion related to structuring and its impact on the tax model	\$595.00	0.3	\$178.50
Baily, Brianna	Meeting with J. Allegretti, S. Fielding, M. Butler, and M. Browning (all Deloitte) to discuss implementing the structure considerations into the tax model	\$595.00	0.8	\$476.00
Baily, Brianna	Call with E. Tzavelis, J. Forrest, B. Collins, S. Fielding, M. Butler, J. Allegretti, and M. Browning (all Deloitte) discussing tax structuring for the ESL bid	\$595.00	0.4	\$238.00
Baily, Brianna	Call with E. Tzavelis, J. Forrest, B. Collins, W. Pauls, S. Fielding, M. Butler, J. Allegretti, and M. Browning (all Deloitte) discussing insurance tax considerations	\$595.00	0.9	\$535.50
Baily, Brianna	Call with J. Allegretti, B. Collins, C. Newport, T. Maxey, S. Fielding, M. Butler, M. Browning, E. Tzavelis and B. Sullivan (all Deloitte) to discuss transfer tax updates	\$595.00	0.2	\$119.00

Sears Holdings Corporation

Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/15/2019				
Browning, Maria	Research IRC Section 368(a)(1)(G) reorganization requirements to assess whether a proposed emergence transaction structure may qualify under that provision.	\$450.00	2.8	\$1,260.00
Browning, Maria	Meeting with J. Allegretti, B. Baily, M. Butler (all Deloitte) and to discuss and update the tax model for the taxable and non-taxable liquidations.	\$450.00	0.5	\$225.00
Browning, Maria	Meeting with J. Allegretti, E. Tzavelis, B. Baily, M. Butler (all Deloitte) to discuss the status of the Sears auction process and any corresponding updates.	\$450.00	0.5	\$225.00
Browning, Maria	Meeting with J. Allegretti, E. Tzavelis, S. Fielding, B. Baily, M. Butler (all Deloitte) to discuss high-level assumptions and next steps to implement the structure considerations into the tax model.	\$450.00	0.5	\$225.00
Browning, Maria	Meeting with J. Allegretti and B. Baily (both Deloitte) to update the tax model for the taxable and non-taxable liquidations and discuss tax impacts.	\$450.00	0.8	\$360.00
Browning, Maria	Meeting with J. Allegretti, B. Baily, and M. Butler (all Deloitte) to discuss the updated ESL bid matrix provided by MIII.	\$450.00	0.8	\$360.00
Browning, Maria	Meeting with J. Allegretti, S. Fielding, E. Tzavelis, B. Baily, and M. Butler (all Deloitte) to review the prior day's discussion related to structuring and its impact on the tax model.	\$450.00	0.3	\$135.00
Browning, Maria	Meeting with J. Allegretti, S. Fielding, B. Baily, and M. Butler (all Deloitte) and to discuss implementing the structure considerations into the tax model.	\$450.00	0.8	\$360.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/15/2019				
Browning, Maria	Meeting with J. Allegretti, S. Fielding, E. Tzavelis, B. Baily, and M. Butler (all Deloitte) to discuss the status of the tax model updates and the issues to be discussed on the transfer tax call.	\$450.00	0.4	\$180.00
Browning, Maria	Call with E. Tzavelis, J. Forrest, B. Collins, W. Pauls, S. Fielding, M. Butler, J. Allegretti, B. Baily (all Deloitte) discussing insurance tax considerations.	\$450.00	0.9	\$405.00
Browning, Maria	Call with J. Allegretti, B. Collins, C. Newport, T. Maxey, B. Baily, S. Fielding, M. Butler, E. Tzavelis and B. Sullivan (all Deloitte) to discuss transfer tax updates.	\$450.00	0.2	\$90.00
Browning, Maria	Call with E. Tzavelis, J. Forrest, B. Collins, S. Fielding, M. Butler, J. Allegretti, B. Baily (all Deloitte) discussing tax structuring for the ESL bid.	\$450.00	0.4	\$180.00
Butler, Mike	Meeting with J. Allegretti, S. Fielding, B. Baily, and M. Browning (all Deloitte) to discuss implementing the structure considerations into the tax model.	\$595.00	0.8	\$476.00
Butler, Mike	Meeting with J. Allegretti, S. Fielding, E. Tzavelis, B. Baily, and M. Browning (all Deloitte) to discuss the status of the tax model updates and the issues to be discussed on the transfer tax call.	\$595.00	0.4	\$238.00
Butler, Mike	Meeting with J. Allegretti, S. Fielding, E. Tzavelis, B. Baily, and M. Browning (all Deloitte) to review the prior day's discussion related to structuring and its impact on the tax model.	\$595.00	0.3	\$178.50
Butler, Mike	Meeting with J. Allegretti, B. Baily, and M. Browning (all Deloitte) to discuss the updated ESL bid matrix provided by MIII.	\$595.00	0.8	\$476.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/15/2019				
Butler, Mike	Meeting with J. Allegretti, E. Tzavelis, B. Baily, and M. Browning (all Deloitte) to discuss the status of the Sears auction process and any corresponding updates.	\$595.00	0.5	\$297.50
Butler, Mike	Meeting with J. Allegretti, E. Tzavelis, S. Fielding, B. Baily, and M. Browning (all Deloitte) to discuss high-level assumptions and next steps to implement the structure considerations into the tax model.	\$595.00	0.5	\$297.50
Butler, Mike	Call with E. Tzavelis, J. Forrest, B. Collins, S. Fielding, J. Allegretti, B. Baily, and M. Browning (all Deloitte) discussing tax structuring for the ESL bid.	\$595.00	0.4	\$238.00
Butler, Mike	Call with E. Tzavelis, J. Forrest, B. Collins, W. Pauls, S. Fielding, J. Allegretti, B. Baily, and M. Browning (all Deloitte) discussing insurance tax considerations.	\$595.00	0.9	\$535.50
Butler, Mike	Meeting with J. Allegretti and B. Baily (both Deloitte) to discuss the functionality of the tax model with the structure considerations.	\$595.00	0.5	\$297.50
Butler, Mike	Meeting with J. Allegretti, B. Baily, and M. Browning (all Deloitte) to discuss and update the tax model for the taxable and non-taxable liquidations.	\$595.00	0.5	\$297.50
Butler, Mike	Meeting with J. Allegretti and B. Baily (both Deloitte) to update the tax model for the taxable and non-taxable liquidations and discuss tax impacts.	\$595.00	0.4	\$238.00
Butler, Mike	Call with J. Allegretti, B. Collins, C. Newport, T. Maxey, B. Baily, S. Fielding, M. Browning, E. Tzavelis and B. Sullivan (all Deloitte) to discuss transfer tax updates.	\$595.00	0.2	\$119.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/15/2019				
Collins, Bryan	Call with J. Allegretti, C. Newport, T. Maxey, B. Baily, S. Fielding, M. Butler, M. Browning, E. Tzavelis and B. Sullivan (all Deloitte) to discuss transfer tax updates.	\$975.00	0.2	\$195.00
Collins, Bryan	Call with E. Tzavelis, J. Forrest, S. Fielding, M. Butler, J. Allegretti, B. Baily, and M. Browning (all Deloitte) discussing tax structuring for the ESL bid.	\$975.00	0.4	\$390.00
Collins, Bryan	Call with E. Tzavelis, J. Forrest, W. Pauls, S. Fielding, M. Butler, J. Allegretti, B. Baily, and M. Browning (Deloitte) discussing insurance tax considerations.	\$975.00	0.9	\$877.50
Dempsey, Jacob	Review taxable and non-taxable liquidation mechanics in the tax attribute reduction model.	\$595.00	0.5	\$297.50
Elandary, Hannah	Evaluate problem of cells shifting in the tax attribute reduction model.	\$325.00	0.3	\$97.50
Espinola, Jonathan	Review research for Utah's conformity to IRC Section 172(a)(2).	\$595.00	0.5	\$297.50
Espinola, Jonathan	Review research for Vermont's conformity to IRC Section 172(a)(2).	\$595.00	0.5	\$297.50
Espinola, Jonathan	Review research for Virginia's conformity to IRC Section 172(a)(2).	\$595.00	0.5	\$297.50
Espinola, Jonathan	Review research for West Virginia's conformity to IRC Section 172(a)(2).	\$595.00	0.5	\$297.50
Espinola, Jonathan	Review research for Wisconsin's conformity to IRC Section 172(a)(2).	\$595.00	0.5	\$297.50
Espinola, Jonathan	Review research for South Carolina's conformity to IRC Section 172(a)(2).	\$595.00	0.5	\$297.50
Espinola, Jonathan	Review research for Tennessee's conformity to IRC Section 172(a)(2).	\$595.00	0.5	\$297.50
Espinola, Jonathan	Review research for Texas' conformity to IRC Section 172(a)(2).	\$595.00	0.5	\$297.50

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/15/2019				
Fielding, Stephen	Call with J. Allegretti, B. Collins, C. Newport, T. Maxey, B. Baily, M. Butler, M. Browning, E. Tzavelis and B. Sullivan (all Deloitte) to discuss transfer tax updates.	\$595.00	0.2	\$119.00
Fielding, Stephen	Call with E. Tzavelis, J. Forrest, B. Collins, M. Butler, J. Allegretti, B. Baily, and M. Browning (all Deloitte) discussing tax structuring for the ESL bid.	\$595.00	0.4	\$238.00
Fielding, Stephen	Meeting with J. Allegretti, B. Baily, M. Butler and M. Browning (all Deloitte) to discuss implementing the structure considerations into the tax model.	\$595.00	0.8	\$476.00
Fielding, Stephen	Meeting with J. Allegretti, E. Tzavelis, B. Baily, M. Butler and M. Browning (all Deloitte) to discuss high-level assumptions and next steps to implement the structure considerations into the tax attribute reduction model.	\$595.00	0.5	\$297.50
Fielding, Stephen	Meeting with J. Allegretti, E. Tzavelis, B. Baily, M. Butler and M. Browning (all Deloitte) to discuss the status of the tax attribute reduction model updates and the issues to be discussed on the transfer tax call.	\$595.00	0.4	\$238.00
Fielding, Stephen	Meeting with J. Allegretti, E. Tzavelis, B. Baily, M. Butler and M. Browning (all Deloitte) to review the prior day's discussion related to structuring and its impact on the tax attribute reduction model.	\$595.00	0.3	\$178.50
Forrest, Jonathan	Call with E. Tzavelis, B. Collins, S. Fielding, M. Butler, J. Allegretti, B. Baily, and M. Browning (all Deloitte) discussing tax structuring for the ESL bid.	\$975.00	0.4	\$390.00
Forrest, Jonathan	Call with E. Tzavelis, B. Collins, W. Pauls, S. Fielding, M. Butler, J. Allegretti, B. Baily, and M. Browning (all Deloitte) discussing insurance tax considerations.	\$975.00	0.9	\$877.50

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/15/2019				
Hermanson, Tom	Discuss original issue discount, stock basis, and auction structure issues with R. Boyle (Sears).	\$850.00	0.5	\$425.00
Maxey, Tim	Call with J. Allegretti, B. Collins, B. Baily, S. Fielding, M. Butler, M. Browning, E. Tzavelis, and B. Sullivan (all Deloitte) to discuss transfer tax updates.	\$450.00	0.2	\$90.00
Pauls, William	Call with E. Tzavelis, J. Forrest, B. Collins, S. Fielding, M. Butler, J. Allegretti, B. Baily, and M. Browning (all Deloitte) discussing insurance tax considerations.	\$975.00	0.9	\$877.50
Schreiber, Mendy	Research and draft an outline evaluating the application of the related party rules under IRC Sections 168(k) and 267.	\$450.00	2.5	\$1,125.00
Sullivan, Brian	Call with J. Allegretti, B. Collins, C. Newport, T. Maxey, B. Baily, S. Fielding, M. Butler, M. Browning, and E. Tzavelis (all Deloitte) to discuss transfer tax updates.	\$850.00	0.2	\$170.00
Sullivan, Brian	Review Quality of Earnings Vendor Diligence Report and Audited Financials for Parts Direct transaction for transfer tax estimate purposes in asset sale transaction.	\$850.00	0.7	\$595.00
Tzavelis, Elias	Meeting with J. Allegretti, S. Fielding, B. Baily, M. Butler, and M. Browning (all Deloitte) to discuss high-level assumptions and next steps to implement the structure considerations into the tax attribute reduction model.	\$850.00	0.5	\$425.00
Tzavelis, Elias	Meeting with J. Allegretti, S. Fielding, B. Baily, M. Butler and M. Browning (all Deloitte) to discuss the status of the tax model updates and the issues to be discussed on the transfer tax call.	\$850.00	0.4	\$340.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/15/2019				
Tzavelis, Elias	Meeting with J. Allegretti, S. Fielding, B. Baily, M. Butler and M. Browning (all Deloitte) to review the prior day's discussion related to structuring and its impact on the tax model.	\$850.00	0.3	\$255.00
Tzavelis, Elias	Meeting with J. Allegretti, B. Baily, M. Butler, and M. Browning (all Deloitte) to discuss the status of the Sears auction process and any corresponding updates.	\$850.00	0.5	\$425.00
Tzavelis, Elias	Call with S. Fielding, M. Browning, C. Chatten, S. Murray, B. Sullivan, and W. Hussa (all Deloitte) regarding state tax planning.	\$850.00	0.4	\$340.00
Tzavelis, Elias	Call with J. Forrest, B. Collins, S. Fielding, M. Butler, J. Allegretti, B. Baily, and M. Browning (all Deloitte) discussing tax structuring for the ESL bid.	\$850.00	0.4	\$340.00
Tzavelis, Elias	Call with J. Forrest, B. Collins, W. Pauls, S. Fielding, M. Butler, J. Allegretti, B. Baily, and M. Browning (all Deloitte) discussing insurance tax considerations.	\$850.00	0.9	\$765.00
Tzavelis, Elias	Call with J. Allegretti, B. Collins, C. Newport, T. Maxey, B. Baily, S. Fielding, M. Butler, M. Browning and B. Sullivan (all Deloitte) to discuss transfer tax updates.	\$850.00	0.2	\$170.00
01/16/2019				
Allegretti, Joe	Call with M. Butler, E. Tzavelis and J. Dempsey (all Deloitte) to discuss the addition of the taxable and non-taxable liquidations to the tax attribute reduction model.	\$325.00	0.4	\$130.00
Allegretti, Joe	Update model and send to J. Dempsey (Deloitte) for our discussion related to adding on certain calculations.	\$325.00	0.4	\$130.00
Allegretti, Joe	Update net operating losses and other tax attributes for the taxable and non-taxable liquidation scenarios.	\$325.00	2.6	\$845.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/16/2019				
Allegretti, Joe	Meeting with M. Butler (Deloitte) to discuss updates to the taxable and non-taxable liquidation scenarios within the tax attribute reduction model.	\$325.00	0.5	\$162.50
Allegretti, Joe	Add solvency calculations linking to the tax basis balance sheet flowing through the model and the adhoc 2018 tax basis balance sheet.	\$325.00	2.6	\$845.00
Allegretti, Joe	Adding adjustments to the model's tax basis balance sheets to flow the taxable and non-taxable liquidation tiering through the model.	\$325.00	2.3	\$747.50
Allegretti, Joe	Analyze formulas in prior tax attribute reduction model prepared by J. Dempsey (Deloitte).	\$325.00	0.8	\$260.00
Atwal, Justin	Prepare supporting workpapers for stock basis report.	\$325.00	4.0	\$1,300.00
Atwal, Justin	Continue to prepare Sears basis study supporting workpapers.	\$325.00	1.3	\$422.50
Blinder, Michael	Analyze tax implications of original issue discount.	\$975.00	0.9	\$877.50
Browning, Maria	Research IRC Section 168(a)(1)(G) reorganization qualifications.	\$450.00	2.7	\$1,215.00
Butler, Mike	Call with J. Allegretti, E. Tzavelis and J. Dempsey (all Deloitte) to discuss the addition of the taxable and non-taxable liquidations to the tax attribute reduction model.	\$595.00	0.4	\$238.00
Butler, Mike	Meeting with J. Allegretti (Deloitte) to discuss updates to the taxable and non-taxable liquidation scenarios in the tax attribute reduction model.	\$595.00	0.5	\$297.50
Butler, Mike	Consider impact of Treasury Regulation Sections 1.502-11 and 1.502-36 working in concert as it relates to the income tax model.	\$595.00	0.9	\$535.50
Butler, Mike	Read Treasury Regulation Section 1.1502-36 as it relates to potential worthless stock deductions to be claimed by Debtor entities.	\$595.00	2.9	\$1,725.50

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/16/2019				
Butler, Mike	Read Treasury Regulation Section 1.502-11 as it relates to the potential liquidation of Debtor entities in year cancellation of debt income is generated.	\$595.00	2.9	\$1,725.50
Chatten, Colin	Research case law and IRS rulings regarding the definition of a "security" for reorganization purposes.	\$325.00	3.0	\$975.00
Chatten, Colin	Review recent filings in court docket.	\$325.00	1.1	\$357.50
Collins, Bryan	Review ESL acquisition agreement; consider possible section 363 structuring alternatives	\$975.00	2.4	\$2,340.00
Corrigan, Kevin	Update stock basis calculations for information provided by management.	\$595.00	2.9	\$1,725.50
Corrigan, Kevin	Update stock basis calculations for information provided by management.	\$595.00	2.5	\$1,487.50
Dempsey, Jacob	Review circular basis rules for application to non-taxable liquidations in tax attribute reduction model.	\$595.00	1.6	\$952.00
Dempsey, Jacob	Call with J. Allegretti, M. Butler, E. Tzavelis, and J. Dempsey (all Deloitte) to discuss the addition of the taxable and non-taxable liquidations to the tax attribute reduction model.	\$595.00	0.4	\$238.00
Elandary, Hannah	Fix shifting of cells problem in the tax attribute reduction model.	\$325.00	0.5	\$162.50
Fielding, Stephen	Read and comment on tax attribute reduction model and creditor recoveries.	\$595.00	1.6	\$952.00
Forrest, Jonathan	Consider bankruptcy emergence scenarios.	\$975.00	0.6	\$585.00
Hoffman, David	Review ESL bid details.	\$850.00	0.5	\$425.00
Hoffman, David	Correspondence with M. Butler (Deloitte) regarding Sears original issue discount reporting question.	\$850.00	0.3	\$255.00
Schreiber, Mendy	Retrieve purchase agreement for sale of MTN notes to Cyrus.	\$450.00	0.4	\$180.00
Schreiber, Mendy	Draft IRC Section 168(k) outline.	\$450.00	2.1	\$945.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/16/2019				
	Tzavelis, Elias Call with J. Allegretti, M. Butler, and J. Dempsey (all Deloitte) to discuss the addition of the taxable and non-taxable liquidations to the tax attribute reduction model.	\$850.00	0.4	\$340.00
01/17/2019				
	Allegretti, Joe Update the solvency calculation and the stock basis calculation pursuant to discussions with M. Butler (Deloitte).	\$325.00	1.2	\$390.00
	Allegretti, Joe Pulling IRC Section 1502-11 and 1502-36 tabs into the current tax attribute reduction model and cleaning and refreshing them for the current Sears transaction.	\$325.00	2.6	\$845.00
	Allegretti, Joe Call with M. Butler and E. Tzavelis (both Deloitte) to discuss the status of the model and timing of certain deliverables.	\$325.00	0.8	\$260.00
	Allegretti, Joe Call with M. Butler, J. Dempsey and E. Tzavelis (all Deloitte) to discuss additional add-ons to the tax attribute reduction model and the mechanics of the calculations.	\$325.00	0.9	\$292.50
	Allegretti, Joe Call with M. Butler (Deloitte) to discuss updates to the model with respect to the solvency calculations and updates to the stock basis amounts.	\$325.00	0.9	\$292.50
	Allegretti, Joe Call with E. Tzavelis, S. Fielding, C. Chatten, M. Butler, B. Collins, B. Baily, and M. Schreiber (all Deloitte) to discuss latest ESL bid and plan outstanding workstreams.	\$325.00	0.4	\$130.00
	Atwal, Justin Prepare Sears basis study supporting workpapers.	\$325.00	2.3	\$747.50
	Baily, Brianna Call with E. Tzavelis, S. Fielding, C. Chatten, M. Butler, J. Allegretti, B. Collins, and M. Schreiber (all Deloitte) to discuss latest ESL bid and plan outstanding workstreams	\$595.00	0.4	\$238.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/17/2019				
Butler, Mike	Review worthless stock deduction calculations in tax attribute reduction model.	\$595.00	2.9	\$1,725.50
Butler, Mike	Call with J. Allegretti (Deloitte) to discuss updates to the model with respect to the solvency calculations and updates to the stock basis amounts.	\$595.00	0.9	\$535.50
Butler, Mike	Call with J. Allegretti, J. Dempsey and E. Tzavelis (all Deloitte) to discuss additional add-ons to the tax attribute reduction model and the mechanics of the calculations.	\$595.00	0.9	\$535.50
Butler, Mike	Call with J. Allegretti and E. Tzavelis (both Deloitte) to discuss the status of the model and timing of certain deliverables	\$595.00	0.8	\$476.00
Butler, Mike	Call with E. Tzavelis, S. Fielding, C. Chatten, J. Allegretti, B. Collins, B. Baily, and M. Schreiber (all Deloitte) to discuss latest ESL bid and plan outstanding workstreams.	\$595.00	0.4	\$238.00
Chatten, Colin	Revise emergence transaction structure deck.	\$325.00	0.7	\$227.50
Chatten, Colin	Review final versions of ESL bid, asset purchase agreement, disclosure schedules, exhibits, and financing documents.	\$325.00	2.5	\$812.50
Chatten, Colin	Update schedule of store ownership by legal and tax entity in accordance with disclosure schedules to final asset purchase agreement.	\$325.00	1.3	\$422.50
Chatten, Colin	Call with E. Tzavelis, S. Fielding, M. Butler, J. Allegretti, B. Collins, B. Baily, and M. Schreiber (all Deloitte) to discuss latest ESL bid and plan outstanding workstreams.	\$325.00	0.4	\$130.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/17/2019				
Collins, Bryan	Review and respond to e-mail regarding original issue discount reporting consequences and correspondence with R. Boyle (Sears) regarding the same.	\$975.00	1.4	\$1,365.00
Collins, Bryan	Call with E. Tzavelis, S. Fielding, C. Chatten, M. Butler, J. Allegretti, B. Baily, and M. Schreiber (all Deloitte) to discuss latest ESL bid and plan outstanding workstreams.	\$975.00	0.4	\$390.00
Corrigan, Kevin	Update stock basis calculations for information provided by management.	\$595.00	2.6	\$1,547.00
Corrigan, Kevin	Update stock basis calculations for information provided by management.	\$595.00	2.1	\$1,249.50
Dempsey, Jacob	Call with J. Allegretti, M. Butler, and E. Tzavelis (all Deloitte) to discuss additional add-ons to the tax attribute reduction model and the mechanics of the calculations.	\$595.00	0.9	\$535.50
Dempsey, Jacob	Review circular basis regulations for application to tax attribute reduction model.	\$595.00	1.9	\$1,130.50
Dempsey, Jacob	Call with M. Butler and S. Fielding (both Deloitte) to discuss the organization chart of Sears.	\$595.00	0.4	\$238.00
Espinola, Jonathan	Initial review of final asset purchase agreement and schedules for state tax implication considerations.	\$595.00	1.2	\$714.00
Fielding, Stephen	Call with E. Tzavelis, C. Chatten, M. Butler, J. Allegretti, B. Collins, B. Baily, and M. Schreiber (all Deloitte) to discuss latest ESL bid and plan outstanding workstreams.	\$595.00	0.4	\$238.00
Schreiber, Mendy	Call with E. Tzavelis, S. Fielding, C. Chatten, M. Butler, J. Allegretti, B. Collins, and B. Baily (all Deloitte) to discuss latest ESL bid and plan outstanding workstreams.	\$450.00	0.4	\$180.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/17/2019				
	Tzavelis, Elias Call with J. Allegretti, M. Butler, J. Dempsey (all Deloitte) to discuss additional add-ons to the tax attribute reduction model and the mechanics of the calculations.	\$850.00	0.9	\$765.00
	Tzavelis, Elias Call with J. Allegretti and M. Butler (both Deloitte) to discuss the status of the tax attribute reduction model and timing of certain deliverables.	\$850.00	0.8	\$680.00
	Tzavelis, Elias Call with S. Fielding, C. Chatten, M. Butler, J. Allegretti, B. Collins, B. Baily, and M. Schreiber (all Deloitte) to discuss latest ESL bid and plan outstanding workstreams.	\$850.00	0.4	\$340.00
01/18/2019				
	Allegretti, Joe Call with E. Tzavelis, S. Fielding, C. Chatten, M. Butler and J. Dempsey (all Deloitte) to update the tax attribute reduction model for the IRC Section 382(l)(5) interest haircut.	\$325.00	0.7	\$227.50
	Allegretti, Joe Call with M. Butler and J. Dempsey (both Deloitte) to discuss the tax attribute reduction model and the different assumptions driving the calculations.	\$325.00	0.4	\$130.00
	Allegretti, Joe Calls with M. Butler (Deloitte) to discuss updates to tax attribute model in connection with the liquidation scenarios.	\$325.00	0.8	\$260.00
	Allegretti, Joe Call with M. Butler, E. Tzavelis, B. Collins, S. Fielding, J. Forrest, D. Hoffman (all Deloitte) and the PwC tax, Weil and Cleary teams to discuss updates on timing and deliverables.	\$325.00	0.8	\$260.00
	Allegretti, Joe Call with M. Butler, S. Fielding and J. Dempsey (all Deloitte) to discuss the tax attribute reduction model and the different assumptions driving the calculations.	\$325.00	0.7	\$227.50

Sears Holdings Corporation

Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/18/2019				
Allegretti, Joe	Update the tax basis balance sheets for earlier discussions with M. Butler (Deloitte).	\$325.00	1.7	\$552.50
Allegretti, Joe	Update the solvency and gain and loss calculations for the liquidation scenarios.	\$325.00	2.7	\$877.50
Allegretti, Joe	Update the tax attribute model to fix the calculations on the inside gain or loss tabs and update the post-emergence tax basis balance sheet (by entity).	\$325.00	1.2	\$390.00
Atwal, Justin	Prepare Sears basis study supporting workpapers.	\$325.00	2.7	\$877.50
Atwal, Justin	Prepare Sears basis study supporting workpapers.	\$325.00	0.7	\$227.50
Atwal, Justin	Continue to prepare Sears basis study supporting workpapers.	\$325.00	2.6	\$845.00
Butler, Mike	Call with E. Tzavelis, S. Fielding, C. Chatten, J. Allegretti, and J. Dempsey (all Deloitte) to update the tax attribute reduction model for the IRC Section 382(l)(5) interest haircut.	\$595.00	0.7	\$416.50
Butler, Mike	Call with J. Allegretti and J. Dempsey (both Deloitte) to discuss the model and the different assumptions driving the calculations.	\$595.00	0.4	\$238.00
Butler, Mike	Call with J. Allegretti, E. Tzavelis, B. Collins, S. Fielding, J. Forrest, D. Hoffman (all Deloitte) and PwC tax, Weil and Cleary tax teams to discuss updates on timing and deliverables.	\$595.00	0.8	\$476.00
Butler, Mike	Call with J. Allegretti, S. Fielding and J. Dempsey (all Deloitte) to discuss the tax attribute reduction model and the different assumptions driving the calculations.	\$595.00	0.7	\$416.50
Butler, Mike	Call with J. Allegretti (Deloitte) to discuss updates to tax attribute model in connection with the liquidation scenarios.	\$595.00	0.8	\$476.00

Sears Holdings Corporation

Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/18/2019				
Butler, Mike	Review and make edits to ordinary loss absorption calculations in tax attribute reduction model and interplay of Treasury Regulation Sections 1.1502-11 and 1.1502-36	\$595.00	2.9	\$1,725.50
Butler, Mike	Review intercompany settlement adjustments and impact to stock basis in the tax attribute reduction model.	\$595.00	1.8	\$1,071.00
Chatten, Colin	Call with E. Tzavelis, S. Fielding, M. Butler, J. Allegretti, and J. Dempsey (all Deloitte) to update the tax attribute reduction model for the IRC Section 382(l)(5) interest haircut.	\$325.00	0.7	\$227.50
Chatten, Colin	Draft tax profile summary deck outlining the key tax attributes and estimating the amounts that will remain after the emergence transaction.	\$325.00	3.0	\$975.00
Chatten, Colin	Finalize stock basis estimate documents in preparation for data room upload.	\$325.00	0.7	\$227.50
Chatten, Colin	Update schedule of intercompany balances.	\$325.00	1.1	\$357.50
Collins, Bryan	Call with J. Allegretti, M. Butler, E. Tzavelis, S. Fielding, J. Forrest, D. Hoffman (all Deloitte) and the PwC tax, Weil and Cleary teams to discuss updates on timing and deliverables.	\$975.00	0.8	\$780.00
Corrigan, Kevin	Update Phase I calculations to display different intercompany scenarios.	\$595.00	1.5	\$892.50
Dempsey, Jacob	Review Treasury Regulation Sections 1.1502-11 and 1.1502-36 for application to attribute reduction model.	\$595.00	2.8	\$1,666.00
Dempsey, Jacob	Call with E. Tzavelis, S. Fielding, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) to update the tax attribute reduction model for the IRC Section 382(l)(5) interest haircut.	\$595.00	0.7	\$416.50

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/18/2019				
Dempsey, Jacob	Call with J. Allegretti and M. Butler (both Deloitte) to discuss the tax attribute reduction model and the different assumptions driving the calculations.	\$595.00	0.4	\$238.00
Dempsey, Jacob	Call with J. Allegretti, M. Butler, and S. Fielding (all Deloitte) to discuss the tax attribute reduction model and the different assumptions driving the calculations.	\$595.00	0.7	\$416.50
Espinola, Jonathan	Revise real estate transfer tax model.	\$595.00	2.1	\$1,249.50
Fielding, Stephen	Call with E. Tzavelis, C. Chatten, M. Butler, J. Allegretti, and J. Dempsey (all Deloitte) to update the tax attribute reduction model for the IRC Section 382(l)(5) interest haircut.	\$595.00	0.7	\$416.50
Fielding, Stephen	Call with J. Allegretti, M. Butler, E. Tzavelis, B. Collins, J. Forrest, D. Hoffman (all Deloitte) and the PwC tax, Weil and Cleary tax teams to discuss updates on timing and deliverables.	\$595.00	0.8	\$476.00
Fielding, Stephen	Call with J. Allegretti, M. Butler, and J. Dempsey (all Deloitte) to discuss the tax attribute reduction model the model and the different assumptions driving the calculations.	\$595.00	0.7	\$416.50
Fielding, Stephen	Update tax attribute reduction model output slides for various scenarios.	\$595.00	1.9	\$1,130.50
Fielding, Stephen	Update tax profile summary slides for edits from internal review and additional assumptions.	\$595.00	2.5	\$1,487.50
Fielding, Stephen	Revise tax profile summary slides to be circulated internally to Deloitte tax team.	\$595.00	1.5	\$892.50
Forrest, Jonathan	Call with J. Allegretti, M. Butler, E. Tzavelis, B. Collins, S. Fielding, D. Hoffman (all Deloitte), and PwC, Weil and Cleary teams to discuss updates on timing and deliverables.	\$975.00	0.8	\$780.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/18/2019				
Hoffman, David	Call with J. Allegretti, M. Butler, E. Tzavelis, B. Collins, S. Fielding, J. Forrest (all Deloitte), and the PwC, Weil, and Cleary tax teams to discuss updates on timing and deliverables.	\$850.00	0.8	\$680.00
Hoffman, David	Prepare for ESL advisor call and next Thursday tax meeting by reviewing the tax analyses to be discussed.	\$850.00	0.5	\$425.00
Omar, Fatin	Finalize transfer tax analyses for distribution to ESL advisors.	\$725.00	1.0	\$725.00
Tzavelis, Elias	Call with S. Fielding, C. Chatten, M. Butler, J. Allegretti, and J. Dempsey (all Deloitte) to update the tax attribute reduction model for the IRC Section 382(l)(5) interest haircut.	\$850.00	0.7	\$595.00
Tzavelis, Elias	Call with J. Allegretti, M. Butler, B. Collins, S. Fielding, J. Forrest, D. Hoffman (all Deloitte) and the PwC, Weil, and Cleary tax teams to discuss updates on timing and deliverables.	\$850.00	0.8	\$680.00
01/19/2019				
Allegretti, Joe	Update the tax attribute model for entity tiering in accordance with Treasury Regulation Section 1.1502-11,	\$325.00	3.0	\$975.00
Allegretti, Joe	Call with M. Butler (Deloitte) to discuss updates to the tax model related to Treasury Regulations 1502-11 and 1502-36, per our discussions with J. Dempsey.	\$325.00	0.4	\$130.00
Allegretti, Joe	Call with M. Butler (Deloitte) to discuss updates to the tax model related to Treasury Regulations 1502-11 and 1502-36, per our discussions with J. Dempsey.	\$325.00	0.5	\$162.50
Butler, Mike	Review revised tax attribute reduction model for impact of Treasury Regulation Sections 1.1502-11 and 1.1502-36.	\$595.00	2.9	\$1,725.50

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/19/2019				
Butler, Mike	Add Treasury Regulation Section 1.1502-11 analysis to tax attribute reduction model.	\$595.00	1.8	\$1,071.00
Butler, Mike	Call with J. Allegretti and J. Dempsey (both Deloitte) to discuss the updates to the tax model, specifically with respect to Treasury Regulations 1502-11 and 1502-36.	\$595.00	0.6	\$357.00
Butler, Mike	Call with J. Allegretti (Deloitte) to discuss updates to the tax model related to Treasury Regulation Sections 1.1502-11 and 1.1502-36 per discussions with J. Dempsey (Deloitte)	\$595.00	0.4	\$238.00
Chatten, Colin	Review IRC Section 382(l)(5) interest haircut calculations.	\$325.00	1.4	\$455.00
Chatten, Colin	Revise taxable income projection and stock basis study deliverables pursuant to comments from internal review	\$325.00	2.9	\$942.50
Chatten, Colin	Prepare summary schedule of debt terms for debt issued by ESL and Cyrus to Debtor entities.	\$325.00	4.4	\$1,430.00
Chatten, Colin	Call with S. Fielding (Deloitte) to review the IRC Section 382(l)(5) interest haircut calculations in the tax profile summary slides.	\$325.00	0.1	\$32.50
Chatten, Colin	Call with E. Tzavelis, S. Fielding, and B. Collins (all Deloitte) regarding revisions to the 2018 taxable income projections deliverable.	\$325.00	0.7	\$227.50
Chatten, Colin	Call with E. Tzavelis (Deloitte) to draft language summarizing assumptions made in the stock basis estimates in the tax profile summary slides.	\$325.00	0.2	\$65.00
Chatten, Colin	Call with E. Tzavelis (Deloitte) regarding slide deck summarizing the impact of alternative emergence transaction structures on significant tax attributes.	\$325.00	0.6	\$195.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/19/2019				
Chatten, Colin	Call with E. Tzavelis (Deloitte) regarding the IRC Section 163(j) interest deduction limitation calculations in the tax profile summary slides.	\$325.00	0.9	\$292.50
Collins, Bryan	Edit the language summarizing assumptions underlying tax attribute calculations in the tax profile summary slides.	\$975.00	1.8	\$1,755.00
Dempsey, Jacob	Prepare for call by reviewing the application of Treasury Regulation Section 1.1502-11 to the tax attribute reduction model.	\$595.00	0.9	\$535.50
Dempsey, Jacob	Call with J. Allegretti and M. Butler (both Deloitte) to discuss the updates to the tax attribute reduction model, specifically with respect to Treasury Regulations Section 1.1502-11 and 1.1502-36.	\$595.00	0.6	\$357.00
Fielding, Stephen	Update tax profile summary slides for intercompany debt and stock basis estimates.	\$595.00	2.1	\$1,249.50
Fielding, Stephen	Call with E. Tzavelis, C. Chatten, and B. Collins (all Deloitte) revisions to the 2018 taxable income estimates deliverable.	\$595.00	0.7	\$416.50
Fielding, Stephen	Call with C. Chatten (Deloitte) to review the IRC Section 382(l)(5) interest haircut calculations in the tax profile summary slides.	\$595.00	0.1	\$59.50
Omar, Fatin	Review transfer tax estimates.	\$725.00	0.2	\$145.00
Tzavelis, Elias	Call with C. Chatten (Deloitte) regarding slide deck summarizing the impact of alternative emergence transaction scenarios on significant tax attributes.	\$850.00	0.6	\$510.00
Tzavelis, Elias	Call with C. Chatten (Deloitte) regarding the IRC Section 163(j) interest deduction limitation calculations in the tax profile summary slides.	\$850.00	0.9	\$765.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/19/2019				
	Tzavelis, Elias Call with C. Chatten (Deloitte) to draft language summarizing assumptions made in the stock basis estimates in the tax profile summary slides.	\$850.00	0.2	\$170.00
	Tzavelis, Elias Call with S. Fielding, C. Chatten, and B. Collins (all Deloitte) regarding revisions to the 2018 taxable income projections deliverable.	\$850.00	0.7	\$595.00
01/20/2019				
	Allegretti, Joe Call with E. Tzavelis, S. Fielding, C. Chatten and M. Butler (all Deloitte) regarding Treas. Reg. Section 1.1502-11 and -36 calculations in the tax attribute reduction model.	\$325.00	0.8	\$260.00
	Allegretti, Joe Call with E. Tzavelis, B. Collins, S. Fielding, C. Chatten, M. Butler (all Deloitte), Weil tax team, Cleary tax team, and PwC tax team regarding preliminary estimates of tax stock basis, taxable income, and tax attribute reduction.	\$325.00	0.9	\$292.50
	Allegretti, Joe Call with M. Butler (Deloitte) to incremental updates to the tax model with respect to the Section 1502-11 and 1502-36 calculations.	\$325.00	0.6	\$195.00
	Allegretti, Joe Update the Section 1502-11 and 1502-36 calculations for intercompany balances.	\$325.00	1.1	\$357.50
	Allegretti, Joe Update switches in the tax attribute reduction model to allow the model to pull cancellation of indebtedness income for different values.	\$325.00	1.5	\$487.50
	Allegretti, Joe Update tax attribute reduction model outputs to hide unused rows and columns, remove gridlines, and apply consistent formatting throughout.	\$325.00	1.2	\$390.00
	Baily, Brianna Review latest version of Sears transaction summary memorandum to confirm latest revisions are incorporated therein.	\$595.00	0.4	\$238.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/20/2019				
Butler, Mike	Call with J. Allegretti (Deloitte) to make incremental updates to the tax attribute reduction model with respect to the Treas. Reg. Section 1.1502-11 and -36 calculations.	\$595.00	0.6	\$357.00
Butler, Mike	Review tax attribute reduction model for revised scenarios.	\$595.00	1.8	\$1,071.00
Butler, Mike	Call with E. Tzavelis, S. Fielding, C. Chatten, and J. Allegretti (all Deloitte) regarding Treas. Reg. Section 1.1502-11 and -36 calculations in the tax attribute reduction model.	\$595.00	0.8	\$476.00
Butler, Mike	Call with E. Tzavelis, B. Collins, S. Fielding, C. Chatten, and J. Allegretti (all Deloitte), Weil tax team, Cleary tax team, and PwC tax team regarding preliminary estimates of tax stock basis, taxable income, and tax attribute reduction.	\$595.00	0.9	\$535.50
Chatten, Colin	Call with E. Tzavelis, S. Fielding, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) regarding Treas. Reg. Section 1.1502-11 and -36 calculations in the tax attribute reduction model.	\$325.00	0.8	\$260.00
Chatten, Colin	Call with E. Tzavelis (Deloitte) regarding ESL debt schedule and transaction summary memorandum.	\$325.00	0.2	\$65.00
Chatten, Colin	Call with E. Tzavelis, B. Collins, S. Fielding, M. Butler, J. Allegretti (all Deloitte), Weil tax team, Cleary tax team, and PwC tax team regarding preliminary estimates of tax stock basis, taxable income, and tax attribute reduction.	\$325.00	0.9	\$292.50
Chatten, Colin	Prepare organizational structure chart depicting a summary schedule of ESL and Cyrus debt.	\$325.00	3.4	\$1,105.00
Chatten, Colin	Revise transaction summary memorandum.	\$325.00	0.8	\$260.00
Chatten, Colin	Revise IRC Section 382 memorandum.	\$325.00	2.5	\$812.50

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/20/2019				
Chatten, Colin	Review transfer tax estimates, realty transfer tax estimates, and related comments from Weil.	\$325.00	0.9	\$292.50
Collins, Bryan	Review and revise IRC Section 382 memorandum.	\$975.00	4.7	\$4,582.50
Collins, Bryan	Call with E. Tzavelis, S. Fielding, and C. Chatten (all Deloitte) regarding revisions to the 2018 taxable income projections deliverable.	\$975.00	0.7	\$682.50
Collins, Bryan	Call with E. Tzavelis, S. Fielding, C. Chatten, M. Butler, J. Allegretti (all Deloitte), Weil tax team, Cleary tax team, and PwC tax team regarding preliminary estimates of tax stock basis, taxable income, and tax attribute reduction.	\$975.00	0.9	\$877.50
Espinola, Jonathan	Review email correspondence regarding real estate transfer tax model questions.	\$595.00	0.3	\$178.50
Fielding, Stephen	Call with E. Tzavelis, B. Collins, C. Chatten, M. Butler, J. Allegretti (all Deloitte), Weil tax team, Cleary tax team, and PwC tax team regarding preliminary estimates of tax stock basis, taxable income, and tax attribute reduction.	\$595.00	0.9	\$535.50
Fielding, Stephen	Call with E. Tzavelis, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) regarding Treas. Reg. Section 1.1502-11 and -36 calculations in the tax attribute reduction model.	\$595.00	0.8	\$476.00
Hoffman, David	Review stock basis estimates and stock basis memo.	\$850.00	1.0	\$850.00
Omar, Fatin	Update transfer tax estimates..	\$725.00	0.5	\$362.50
Sullivan, Brian	Revise draft of sales tax estimate on motor vehicle transfers and add caveats to workpaper for review by Client and Weil.	\$850.00	1.7	\$1,445.00
Sullivan, Brian	Review draft of real estate transfer tax estimate for ESL sale to be provided to Weil and Client for review.	\$850.00	2.2	\$1,870.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees	
<i>Tax Restructuring Services</i>					
01/20/2019					
	Sullivan, Brian	Review and revise sales tax estimate on plants, property and equipment for asset sale to ESL and add caveats to provide to Weil and Client for review.	\$850.00	1.5	\$1,275.00
	Tarrant, Steve	Draft IRC Section 382 memorandum assessing whether ownership changes have occurred.	\$850.00	1.1	\$935.00
	Tzavelis, Elias	Call with S. Fielding, C. Chatten, M. Butler, and J. Allegretti (both Deloitte) regarding Treas. Reg. Section 1.1502-11 and -36 calculations in the tax attribute reduction model.	\$850.00	0.8	\$680.00
	Tzavelis, Elias	Call with C. Chatten (Deloitte) regarding ESL debt schedule and transaction summary memorandum.	\$850.00	0.2	\$170.00
	Tzavelis, Elias	Call with B. Collins, S. Fielding, C. Chatten, M. Butler, J. Allegretti (all Deloitte), Weil tax team, Cleary tax team, and PwC tax team regarding preliminary estimates of tax stock basis, taxable income, and tax attribute reduction.	\$850.00	0.9	\$765.00
	Tzavelis, Elias	Review tax profile summary slides outlining key findings in tax analyses to date.	\$850.00	1.2	\$1,020.00
01/21/2019					
	Allegretti, Joe	Update the loss allocation and the cancellation of debt formula to account for the taxable liquidation scenario.	\$325.00	0.6	\$195.00
	Allegretti, Joe	Update the tax attribute reduction model specifically related to the Section 1502-11 and 1502-36 calculations, treatment of intercompany debt and treatment of Sears Roebuck Acceptance Corporation.	\$325.00	2.8	\$910.00
	Allegretti, Joe	Call with B. Collins, S. Fielding, C. Chatten, M. Butler, J. Dempsey, M. Schreiber, K. Corrigan, and E. Tzavelis (all Deloitte) regarding inquiries from Cleary.	\$325.00	1.4	\$455.00

Sears Holdings Corporation

Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/21/2019				
Allegretti, Joe	Call with M. Butler and J. Dempsey (both Deloitte) to discuss updates to the tax attribute reduction model and the mechanics of certain adjustment calculations, including Sections 1502-11 and 1502-36.	\$325.00	0.8	\$260.00
Allegretti, Joe	Call with J. Forrest, B. Collins, E. Tzavelis, S. Fielding, C. Chatten, M. Butler and J. Dempsey (all Deloitte) regarding tax attribute reduction model and other outstanding requests from Cleary.	\$325.00	1.4	\$455.00
Allegretti, Joe	Call with M. Butler (Deloitte) to discuss the treatment of the intercompany balances within the tax attribute reduction model as well as incremental updates to the inside gain and loss, solvency and other calculations.	\$325.00	1.0	\$325.00
Allegretti, Joe	Call with E. Tzavelis, S. Fielding, C. Chatten, M. Butler and J. Dempsey (all Deloitte) regarding tax attribute reduction model.	\$325.00	0.8	\$260.00
Allegretti, Joe	Call with J. Dempsey (Deloitte) to discuss the tier-up formulas in the tax attribute reduction model.	\$325.00	0.1	\$32.50
Butler, Mike	Call with B. Collins, S. Fielding, C. Chatten, , J. Allegretti, J. Dempsey, M. Schreiber, K. Corrigan, and E. Tzavelis (all Deloitte) regarding inquiries from Cleary.	\$595.00	1.4	\$833.00
Butler, Mike	Review US tax attribute reduction model for revised scenarios.	\$595.00	2.8	\$1,666.00
Butler, Mike	Call with J. Allegretti (Deloitte) to discuss the treatment of the intercompany balances within the tax attribute reduction model as well as incremental updates to the inside gain and loss, solvency and other calculations.	\$595.00	1.0	\$595.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/21/2019				
Butler, Mike	Call with J. Allegretti and J. Dempsey (both Deloitte) to discuss updates to the tax attribute reduction model and the mechanics of certain adjustment calculations, including Sections 1502-11 and 1502-36.	\$595.00	0.8	\$476.00
Butler, Mike	Call with J. Forrest, B. Collins, E. Tzavelis, S. Fielding, C. Chatten, J. Allegretti, and J. Dempsey (all Deloitte) regarding tax attribute reduction model and other outstanding requests from Cleary.	\$595.00	1.4	\$833.00
Butler, Mike	Call with E. Tzavelis, S. Fielding, C. Chatten, J. Allegretti, and J. Dempsey (all Deloitte) regarding tax attribute reduction model.	\$595.00	0.8	\$476.00
Chatten, Colin	Review recent filings in court docket.	\$325.00	1.4	\$455.00
Chatten, Colin	Prepare deliverable summarizing calculations in the IRC Section 382 ownership change model.	\$325.00	1.3	\$422.50
Chatten, Colin	Prepare deliverable summarizing transfer tax implications of upcoming transaction.	\$325.00	0.5	\$162.50
Chatten, Colin	Prepare intercompany loan matrix summarizing outstanding intercompany balances between various Debtor entities.	\$325.00	4.3	\$1,397.50
Chatten, Colin	Call with E. Tzavelis, S. Fielding, M. Butler, J. Allegretti, and J. Dempsey (all Deloitte) regarding tax attribute reduction model.	\$325.00	0.8	\$260.00
Chatten, Colin	Call with J. Forrest, B. Collins, E. Tzavelis, S. Fielding, M. Butler, J. Allegretti, and J. Dempsey (all Deloitte) regarding tax attribute reduction model and other outstanding requests from Cleary.	\$325.00	1.4	\$455.00
Chatten, Colin	Continue revising IRC Section 382 memorandum pursuant to comments from internal review.	\$325.00	1.3	\$422.50

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/21/2019				
Chatten, Colin	Call with B. Collins, S. Fielding, M. Butler, J. Allegretti, J. Dempsey, M. Schreiber, K. Corrigan, and E. Tzavelis (all Deloitte) regarding inquiries from Cleary.	\$325.00	1.4	\$455.00
Collins, Bryan	Call with E. Tzavelis, S. Fielding, and C. Chatten (all Deloitte) regarding request for detailed intercompany information from Cleary.	\$975.00	0.4	\$390.00
Collins, Bryan	Call with J. Forrest, E. Tzavelis, S. Fielding, C. Chatten, M. Butler, J. Allegretti, and J. Dempsey (all Deloitte) regarding tax attribute reduction model and other outstanding requests from Cleary.	\$975.00	1.4	\$1,365.00
Collins, Bryan	Review and revise IRC Section 382 memorandum.	\$975.00	2.9	\$2,827.50
Collins, Bryan	Review and revise Deloitte's replies to inquiries from ESL advisors regarding intercompany balances.	\$975.00	0.8	\$780.00
Collins, Bryan	Call with S. Fielding, C. Chatten, M. Butler, J. Allegretti, J. Dempsey, M. Schreiber, K. Corrigan, and E. Tzavelis (all Deloitte) regarding inquiries from Cleary.	\$975.00	1.4	\$1,365.00
Corrigan, Kevin	Call with B. Collins, S. Fielding, C. Chatten, M. Butler, J. Allegretti, J. Dempsey, M. Schreiber, and E. Tzavelis (all Deloitte) regarding inquiries from Cleary.	\$595.00	1.4	\$833.00
Dempsey, Jacob	Review tax attribute reduction model.	\$595.00	0.5	\$297.50
Dempsey, Jacob	Call with J. Allegretti (Deloitte) to discuss the tier-up formulas in the tax attribute reduction model.	\$595.00	0.1	\$59.50
Dempsey, Jacob	Call with J. Forrest, B. Collins, E. Tzavelis, S. Fielding, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) regarding tax attribute reduction model and other outstanding requests from Cleary.	\$595.00	1.4	\$833.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/21/2019				
Dempsey, Jacob	Call with B. Collins, S. Fielding, C. Chatten, M. Butler, J. Allegretti, M. Schreiber, K. Corrigan, and E. Tzavelis (all Deloitte) regarding inquiries from Cleary.	\$595.00	1.4	\$833.00
Dempsey, Jacob	Call with E. Tzavelis, S. Fielding, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) regarding tax attribute reduction model.	\$595.00	0.8	\$476.00
Dempsey, Jacob	Call with J. Allegretti and M. Butler (both Deloitte) to discuss updates to the tax attribute reduction model and the mechanics of certain adjustment calculations, including Treasury Regulation Sections 1.1502-11 and 1.1502-36.	\$595.00	0.8	\$476.00
Espinola, Jonathan	Draft final revisions to real estate transfer tax model.	\$595.00	1.5	\$892.50
Espinola, Jonathan	Revise real estate transfer tax model pertaining to inclusion of Puerto Rico assets.	\$595.00	2.1	\$1,249.50
Fielding, Stephen	Call with E. Tzavelis, C. Chatten, M. Butler, J. Allegretti, and J. Dempsey (all Deloitte) regarding tax attribute reduction model.	\$595.00	0.8	\$476.00
Fielding, Stephen	Call with E. Tzavelis, B. Collins, and C. Chatten (all Deloitte) regarding request for detailed intercompany information from Cleary.	\$595.00	0.4	\$238.00
Fielding, Stephen	Call with J. Forrest, B. Collins, E. Tzavelis, C. Chatten, M. Butler, J. Allegretti, and J. Dempsey (all Deloitte) regarding tax attribute reduction model and other outstanding requests from Cleary.	\$595.00	1.4	\$833.00
Fielding, Stephen	Call with B. Collins, C. Chatten, M. Butler, J. Allegretti, J. Dempsey, M. Schreiber, K. Corrigan, and E. Tzavelis (all Deloitte) regarding inquiries from Cleary.	\$595.00	1.4	\$833.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/21/2019				
Forrest, Jonathan	Call with B. Collins, E. Tzavelis, S. Fielding, C. Chatten, M. Butler, J. Allegretti, and J. Dempsey (all Deloitte) regarding tax attribute reduction model and other outstanding requests from Cleary.	\$975.00	1.4	\$1,365.00
Hoffman, David	Review email correspondence from Cleary containing inquiries for more detailed intercompany balances information.	\$850.00	0.6	\$510.00
Newport, Cathy	Revise summary and detail schedules for updated tax rates and bi-furcate estimated transfer tax between sales tax and motor vehicle excise tax.	\$725.00	0.9	\$652.50
Newport, Cathy	Review estimated transfer tax on sale of fleet summary schedule and detailed workpapers.	\$725.00	0.9	\$652.50
Omar, Fatin	Update transfer tax estimates.	\$725.00	1.5	\$1,087.50
Schreiber, Mendy	Call with B. Collins, S. Fielding, C. Chatten, M. Butler, J. Allegretti, J. Dempsey, K. Corrigan, and E. Tzavelis (all Deloitte) regarding inquiries from Cleary.	\$450.00	1.4	\$630.00
Sullivan, Brian	Revise transfer tax workpapers to address comments from Client.	\$850.00	2.4	\$2,040.00
Tzavelis, Elias	Call with B. Collins, S. Fielding, and C. Chatten (all Deloitte) regarding request for detailed intercompany information from Cleary.	\$850.00	0.4	\$340.00
Tzavelis, Elias	Call with S. Fielding, C. Chatten, M. Butler, J. Allegretti, and J. Dempsey (all Deloitte) regarding tax attribute reduction model.	\$850.00	0.8	\$680.00
Tzavelis, Elias	Call with B. Collins, S. Fielding, C. Chatten, M. Butler, J. Allegretti, J. Dempsey, M. Schreiber, and K. Corrigan (all Deloitte) regarding inquiries from Cleary.	\$850.00	1.4	\$1,190.00

Sears Holdings Corporation

Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/21/2019				
	Tzavelis, Elias Call with J. Forrest, B. Collins, S. Fielding, C. Chatten, M. Butler, J. Allegretti, and J. Dempsey (all Deloitte) regarding tax attribute reduction model and other outstanding requests from Cleary.	\$850.00	1.4	\$1,190.00
01/22/2019				
	Allegretti, Joe Call with J. Dempsey and M. Butler (both Deloitte) to discuss updates to the Section 1502-11 and 1502-36 calculations.	\$325.00	0.3	\$97.50
	Allegretti, Joe Call with D. Hoffman, B. Collins, E. Tzavelis, S. Fielding, C. Chatten, M. Butler and J. Forrest (all Deloitte), Weil tax team, Cleary tax team, and PwC regarding tax structuring	\$325.00	1.1	\$357.50
	Allegretti, Joe Call with M. Butler (Deloitte) to discuss updates to the intercompany balances and different liquidation scenarios.	\$325.00	0.1	\$32.50
	Allegretti, Joe Call with C. Chatten (Deloitte) to discuss the intercompany detail for the gridnotes and other intercompany notes.	\$325.00	0.2	\$65.00
	Allegretti, Joe Update the tax attribute model for the updates to the Section 1502-11 and 1502-36 calculations as well as treating certain entities as disregarded.	\$325.00	2.1	\$682.50
	Atwal, Justin Continue to prepare supporting workpapers for stock basis study.	\$325.00	2.8	\$910.00
	Atwal, Justin Prepare supporting workpapers for Sears stock basis study.	\$325.00	3.5	\$1,137.50
	Butler, Mike Call with J. Allegretti and J. Dempsey (both Deloitte) to discuss updates to the Section 1502-11 and 1502-36 calculations.	\$595.00	0.3	\$178.50
	Butler, Mike Call with J. Allegretti (Deloitte) to discuss updates to the intercompany balances and different liquidation scenarios.	\$595.00	0.1	\$59.50

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/22/2019				
Butler, Mike	Internal regroup call with E. Tzavelis, S. Fielding, C. Chatten, B. Collins, and M. Schreiber (all Deloitte) regarding outstanding action items after discussions with Cleary and Weil.	\$595.00	0.6	\$357.00
Butler, Mike	Review tax attribute reduction model for revised scenarios.	\$595.00	1.9	\$1,130.50
Butler, Mike	Call with D. Hoffman, B. Collins, E. Tzavelis, S. Fielding, C. Chatten, J. Allegretti (all Deloitte), Weil tax team, Cleary tax team, and PwC regarding tax structuring	\$595.00	1.1	\$654.50
Butler, Mike	Call with D. Hoffman, B. Collins, E. Tzavelis, S. Fielding, C. Chatten, J. Allegretti, and J. Forrest (all Deloitte), Weil tax team, Cleary tax team, and PwC regarding tax structuring.	\$595.00	1.1	\$654.50
Chatten, Colin	Call with D. Hoffman, B. Collins, E. Tzavelis, S. Fielding, M. Butler, J. Allegretti, and J. Forrest (all Deloitte), Weil tax team, Cleary tax team, and PwC regarding tax structuring	\$325.00	1.1	\$357.50
Chatten, Colin	Correspond with V. Gorbaty (Lazard) regarding procedures for uploading deliverables to data room.	\$325.00	0.7	\$227.50
Chatten, Colin	Internal regroup call with E. Tzavelis, S. Fielding, B. Collins, M. Schreiber, and M. Butler (all Deloitte) regarding outstanding action items after discussions with Cleary and Weil.	\$325.00	0.6	\$195.00
Chatten, Colin	Create schedule of intercompany net receivable and net payable balances to be incorporated in tax attribute reduction model.	\$325.00	3.6	\$1,170.00
Chatten, Colin	Reconcile intercompany net receivable and net payable balances in stock basis study calculations with internal financial information provided by Company.	\$325.00	2.3	\$747.50

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/22/2019				
Chatten, Colin	Revise IRC Section 382 memo pursuant to comments from S. Goldring (Weil).	\$325.00	0.6	\$195.00
Chatten, Colin	Update net receivable and net payable balances at various Debtor entities to reflect sale of MTNs to Cyrus.	\$325.00	1.7	\$552.50
Chatten, Colin	Update net receivable and net payable balances depicted on tax profile summary slides.	\$325.00	1.5	\$487.50
Chatten, Colin	Call with B. Collins, E. Tzavelis, S. Fielding (all Deloitte), Weil tax team, and Sears tax team regarding tax provisions of asset purchase agreement.	\$325.00	1.2	\$390.00
Collins, Bryan	Internal regroup call with E. Tzavelis, S. Fielding, C. Chatten, M. Schreiber, and M. Butler (all Deloitte) regarding outstanding action items after discussions with Cleary and Weil.	\$975.00	0.6	\$585.00
Collins, Bryan	Call with D. Hoffman, E. Tzavelis, S. Fielding, C. Chatten, M. Butler, J. Allegretti, and J. Forrest (all Deloitte), Weil tax team, Cleary tax team, and PwC regarding tax structuring	\$975.00	1.1	\$1,072.50
Collins, Bryan	Call with E. Tzavelis, S. Fielding, C. Chatten (all Deloitte), Weil tax team, and Sears tax team regarding tax provisions of asset purchase agreement.	\$975.00	1.2	\$1,170.00
Dempsey, Jacob	Review tax attribute reduction model.	\$595.00	1.3	\$773.50
Dempsey, Jacob	Call with J. Allegretti and M. Butler (both Deloitte) to discuss updates to the Treasury Regulation Sections 1.1502-11 and 1.1502-36 calculations.	\$595.00	0.3	\$178.50
Fielding, Stephen	Call with B. Collins, E. Tzavelis, C. Chatten (all Deloitte), Weil tax team, and Sears tax team regarding tax provisions of asset purchase agreement.	\$595.00	1.2	\$714.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/22/2019				
Fielding, Stephen	Internal regroup call with E. Tzavelis, C. Chatten, B. Collins, M. Schreiber, and M. Butler (all Deloitte) regarding outstanding action items after discussions with Cleary and Weil.	\$595.00	0.6	\$357.00
Fielding, Stephen	Call with D. Hoffman, B. Collins, E. Tzavelis, C. Chatten, M. Butler, J. Allegretti, and J. Forrest (all Deloitte), Weil tax team, Cleary tax team, and PwC regarding tax structuring.	\$595.00	1.1	\$654.50
Forrest, Jonathan	Call with D. Hoffman, B. Collins, E. Tzavelis, S. Fielding, C. Chatten, M. Butler, and J. Allegretti (all Deloitte), Weil tax team, Cleary tax team, and PwC regarding tax structuring	\$975.00	1.1	\$1,072.50
Forrest, Jonathan	Review intercompany balances in preparation for tax update call.	\$975.00	0.8	\$780.00
Forrest, Jonathan	Review IRC Section 382 memo.	\$975.00	0.9	\$877.50
Hoffman, David	Meet with T. Hermanson (Deloitte) to update him on Thursday tax meetings.	\$850.00	0.3	\$255.00
Hoffman, David	Planning for my participation in the Thursday tax meeting at Weil Gotshal.	\$850.00	0.4	\$340.00
Hoffman, David	Call with D. Hoffman, B. Collins, E. Tzavelis, S. Fielding, C. Chatten, M. Butler, J. Allegretti, J. Forrest (all Deloitte), Weil tax team, Cleary tax team, and PwC regarding tax structuring	\$850.00	1.1	\$935.00
Hospodarsky, Sara	Review Schedule M-2 analysis instructions for tax stock basis study.	\$325.00	0.3	\$97.50
Schreiber, Mendy	Internal regroup call with E. Tzavelis, S. Fielding, C. Chatten, B. Collins, and M. Butler (all Deloitte) regarding outstanding action items after discussions with Cleary and Weil.	\$450.00	0.6	\$270.00
Tzavelis, Elias	Call with B. Collins, S. Fielding, and C. Chatten (all Deloitte), Weil tax team, and Sears tax team regarding tax provisions of asset purchase agreement	\$850.00	1.2	\$1,020.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/22/2019				
	Tzavelis, Elias Call with D. Hoffman, B. Collins, S. Fielding, C. Chatten, M. Butler, J. Allegretti, and J. Forrest (all Deloitte), Weil tax team, Cleary tax team, and PwC regarding tax structuring	\$850.00	1.1	\$935.00
	Tzavelis, Elias Internal regroup call with S. Fielding, C. Chatten, B. Collins, M. Schreiber, and M. Butler (all Deloitte) regarding outstanding action items after discussions with Cleary and Weil.	\$850.00	0.6	\$510.00
01/23/2019				
	Allegretti, Joe Update the tax attribute reduction model for the capability to single out specific intercompany balances.	\$325.00	1.2	\$390.00
	Allegretti, Joe Meeting with M. Butler, S. Fielding, E. Tzavelis and C. Chatten (all Deloitte) regarding IRC Section 382(l)(5) qualified creditor analysis.	\$325.00	0.2	\$65.00
	Allegretti, Joe Meeting with M. Butler, J. Forrest, S. Fielding, E. Tzavelis, B. Collins and C. Chatten (all Deloitte) regarding mechanics of regulations governing tax attribute reduction for cancellation of indebtedness income.	\$325.00	2.3	\$747.50
	Allegretti, Joe Meeting with M. Butler, S. Fielding and E. Tzavelis (all Deloitte) regarding IRC Section 382 ownership change calculations.	\$325.00	0.2	\$65.00
	Allegretti, Joe Meeting with M. Butler, E. Tzavelis, S. Fielding, and C. Chatten (all Deloitte) regarding IRC Section 382(l)(5) qualified creditor analysis.	\$325.00	2.4	\$780.00
	Allegretti, Joe Meeting with M. Butler, S. Fielding, and C. Chatten (all Deloitte) regarding debt chart provided by Cleary.	\$325.00	0.2	\$65.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/23/2019				
Allegretti, Joe	Meeting with M. Butler (Deloitte) to update the tax attribute reduction model for toggling the intercompany balances, updating the taxable income and solvency calculations, confirming the appropriate scenarios are flowing through the model	\$325.00	2.9	\$942.50
Allegretti, Joe	Meeting with M. Butler (Deloitte) to walk through the different switches that are flowing through the tax attribute model and update the calculation for the settlement of intercompany notes.	\$325.00	0.4	\$130.00
Allegretti, Joe	Meeting with J. Forrest, C. Chatten, M. Butler, S. Fielding, B. Collins (all Deloitte) regarding structure of emergence transaction and preservation of tax attributes.	\$325.00	0.4	\$130.00
Allegretti, Joe	Call with M. Butler, J. Forrest, S. Fielding, E. Tzavelis, C. Chatten (all Deloitte), and S. Goldring (Weil) regarding strategies to preserve tax attributes in emergence transaction.	\$325.00	0.7	\$227.50
Allegretti, Joe	Call with J. Forrest, S. Fielding, C. Chatten, and M. Butler (all Deloitte) regarding debt chart provided by Cleary.	\$325.00	0.3	\$97.50
Allegretti, Joe	Call with E. Tzavelis, S. Fielding, C. Chatten, M. Butler, B. Collins, J. Forrest, and B. Baily (all Deloitte) regarding transactions mechanics and steps overview document provided by Cleary.	\$325.00	0.8	\$260.00
Atwal, Justin	Prepare Sears basis study supporting workpapers.	\$325.00	2.9	\$942.50
Atwal, Justin	Continue to prepare supporting workpapers for Sears stock basis study.	\$325.00	0.3	\$97.50
Baily, Brianna	Review tax attribute model and related correspondence.	\$595.00	1.2	\$714.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/23/2019				
Butler, Mike	Meeting with J. Forrest, C. Chatten, S. Fielding, B. Collins, and J. Allegretti (all Deloitte) regarding structure of emergence transaction and preservation of tax attributes.	\$595.00	0.4	\$238.00
Butler, Mike	Meeting with J. Allegretti, E. Tzavelis, S. Fielding, and C. Chatten (all Deloitte) regarding IRC Section 382(l) (5) qualified creditor analysis.	\$595.00	2.4	\$1,428.00
Butler, Mike	Meeting with J. Allegretti, S. Fielding, and C. Chatten (all Deloitte) regarding debt chart provided by Cleary.	\$595.00	0.2	\$119.00
Butler, Mike	Meeting with J. Allegretti (Deloitte) to discuss the different switches that are flowing through the tax attribute model and update the calculation for the settlement of intercompany notes.	\$595.00	0.4	\$238.00
Butler, Mike	Meeting with S. Fielding, E. Tzavelis, J. Allegretti, and C. Chatten (all Deloitte) regarding IRC Section 382(l) (5) qualified creditor analysis.	\$595.00	0.2	\$119.00
Butler, Mike	Meeting with J. Forrest, S. Fielding, E. Tzavelis, B. Collins, J. Allegretti, and C. Chatten (all Deloitte) regarding mechanics of regulations governing tax attribute reduction for cancellation of indebtedness income.	\$595.00	2.3	\$1,368.50
Butler, Mike	Call with J. Forrest, S. Fielding, C. Chatten, and J. Allegretti (all Deloitte) regarding debt chart provided by Cleary.	\$595.00	0.3	\$178.50
Butler, Mike	Meeting with J. Allegretti (Deloitte) to update the tax attribute reduction model for toggling the intercompany balances, updating the taxable income and solvency calculations, confirming the appropriate scenarios are flowing through the model	\$595.00	2.9	\$1,725.50

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/23/2019				
Butler, Mike	Meeting with J. Allegretti, S. Fielding and E. Tzavelis (all Deloitte) regarding IRC Section 382 ownership change calculations.	\$595.00	0.2	\$119.00
Butler, Mike	Call with J. Allegretti, J. Forrest, S. Fielding, E. Tzavelis, C. Chatten (all Deloitte), and S. Goldring (Weil) regarding strategies to preserve tax attributes in emergence transaction.	\$595.00	0.7	\$416.50
Butler, Mike	Call with E. Tzavelis, S. Fielding, C. Chatten, J. Allegretti, B. Collins, J. Forrest, and B. Baily (all Deloitte) regarding transactions mechanics and steps overview document provided by Cleary.	\$595.00	0.8	\$476.00
Chatten, Colin	Meeting with M. Butler, J. Allegretti, E. Tzavelis, and S. Fielding (all Deloitte) regarding IRC Section 382(l)(5) qualified creditor analysis.	\$325.00	2.4	\$780.00
Chatten, Colin	Meeting with M. Butler, J. Forrest, S. Fielding, E. Tzavelis, B. Collins, and J. Allegretti (all Deloitte) regarding mechanics of regulations governing tax attribute reduction for cancellation of indebtedness income.	\$325.00	2.3	\$747.50
Chatten, Colin	Meeting with M. Butler, S. Fielding, E. Tzavelis, and J. Allegretti (all Deloitte) regarding IRC Section 382(l)(5) qualified creditor analysis.	\$325.00	0.2	\$65.00
Chatten, Colin	Meeting with J. Allegretti, M. Butler, and S. Fielding (all Deloitte) regarding debt chart provided by Cleary.	\$325.00	0.2	\$65.00
Chatten, Colin	Meeting with J. Forrest, M. Butler, S. Fielding, B. Collins, and J. Allegretti (all Deloitte) regarding structure of emergence transaction and preservation of tax attributes.	\$325.00	0.4	\$130.00
Chatten, Colin	Call with J. Forrest, S. Fielding, M. Butler, and J. Allegretti (all Deloitte) regarding debt chart provided by Cleary.	\$325.00	0.3	\$97.50

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/23/2019				
Chatten, Colin	Call with J. Allegretti, M. Butler, J. Forrest, S. Fielding, E. Tzavelis (all Deloitte), and S. Goldring (Weil) regarding strategies to preserve tax attributes in emergence transaction.	\$325.00	0.7	\$227.50
Chatten, Colin	Call with E. Tzavelis, S. Fielding, M. Butler, J. Allegretti, B. Collins, J. Forrest, and B. Baily (all Deloitte) regarding transactions mechanics and steps overview document provided by Cleary.	\$325.00	0.8	\$260.00
Collins, Bryan	Call with E. Tzavelis, S. Fielding, C. Chatten, M. Butler, J. Allegretti, J. Forrest, and B. Baily (all Deloitte) regarding transactions mechanics and steps overview document provided by Cleary.	\$975.00	0.8	\$780.00
Collins, Bryan	Meeting with M. Butler, J. Forrest, S. Fielding, E. Tzavelis, J. Allegretti, and C. Chatten (all Deloitte) regarding mechanics of regulations governing tax attribute reduction for cancellation of indebtedness income.	\$975.00	2.3	\$2,242.50
Collins, Bryan	Meeting with J. Forrest, C. Chatten, M. Butler, S. Fielding, and J. Allegretti (all Deloitte) regarding structure of emergence transaction and preservation of tax attributes.	\$975.00	0.4	\$390.00
Espinola, Jonathan	Revise real estate transfer tax model.	\$595.00	0.2	\$119.00
Fielding, Stephen	Call with E. Tzavelis, C. Chatten, M. Butler, J. Allegretti, B. Collins, J. Forrest, and B. Baily (all Deloitte) regarding transactions mechanics and steps overview document provided by Cleary.	\$595.00	0.8	\$476.00
Fielding, Stephen	Call with J. Forrest, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) regarding debt chart provided by Cleary.	\$595.00	0.3	\$178.50

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/23/2019				
Fielding, Stephen	Call with J. Allegretti, M. Butler, J. Forrest, E. Tzavelis, C. Chatten (all Deloitte), and S. Goldring (Weil) regarding strategies to preserve tax attributes in emergence transaction.	\$595.00	0.7	\$416.50
Fielding, Stephen	Meeting with M. Butler, J. Forrest, E. Tzavelis, B. Collins, J. Allegretti, and C. Chatten (all Deloitte) regarding mechanics of regulations governing tax attribute reduction for cancellation of indebtedness income.	\$595.00	2.3	\$1,368.50
Fielding, Stephen	Meeting with M. Butler, J. Allegretti, E. Tzavelis, and C. Chatten (all Deloitte) regarding IRC Section 382(l)(5) qualified creditor analysis.	\$595.00	2.4	\$1,428.00
Fielding, Stephen	Meeting with J. Allegretti, M. Butler, and C. Chatten (all Deloitte) regarding tax attribute reduction model	\$595.00	0.2	\$119.00
Fielding, Stephen	Meeting with J. Allegretti, M. Butler, and E. Tzavelis (all Deloitte) regarding IRC Section 382 ownership change calculations.	\$595.00	0.2	\$119.00
Fielding, Stephen	Meeting with M. Butler, E. Tzavelis, J. Allegretti, and C. Chatten (all Deloitte) regarding IRC Section 382(l)(5) qualified creditor analysis.	\$595.00	0.2	\$119.00
Fielding, Stephen	Meeting with J. Forrest, C. Chatten, M. Butler, B. Collins, and J. Allegretti (all Deloitte) regarding structure of emergence transaction and preservation of tax attributes.	\$595.00	0.4	\$238.00
Forrest, Jonathan	Meeting with M. Butler, S. Fielding, E. Tzavelis, B. Collins, J. Allegretti, and C. Chatten (all Deloitte) regarding mechanics of regulations governing tax attribute reduction for cancellation of indebtedness income.	\$975.00	2.3	\$2,242.50

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/23/2019				
Forrest, Jonathan	Call with J. Allegretti, M. Butler, J. Forrest, S. Fielding, E. Tzavelis, C. Chatten (all Deloitte), and S. Goldring (Weil) regarding strategies to preserve tax attributes in emergence transaction.	\$975.00	0.7	\$682.50
Forrest, Jonathan	Call with S. Fielding, C. Chatten, M. Butler, and J. Allegretti regarding debt chart provided by Cleary.	\$975.00	0.3	\$292.50
Forrest, Jonathan	Call with E. Tzavelis, S. Fielding, C. Chatten, M. Butler, J. Allegretti, B. Collins, and B. Baily (all Deloitte) regarding transactions mechanics and steps overview document provided by Cleary.	\$975.00	0.8	\$780.00
Forrest, Jonathan	Meeting with C. Chatten, M. Butler, S. Fielding, B. Collins, and J. Allegretti (all Deloitte) regarding structure of emergence transaction and preservation of tax attributes.	\$975.00	0.4	\$390.00
Hoffman, David	Call with E. Tzavelis, C. Chatten, M. Butler, J. Allegretti, B. Collins, J. Forrest, and B. Baily (all Deloitte) regarding transactions mechanics and steps overview document provided by Cleary.	\$850.00	0.6	\$510.00
Hoffman, David	Review IRC Section 382 ownership change analysis.	\$850.00	1.0	\$850.00
Omar, Fatin	Review revisions to transfer tax estimates.	\$725.00	0.5	\$362.50
Sullivan, Brian	Review revised property listing for realty transfer tax analysis.	\$850.00	0.4	\$340.00
Sullivan, Brian	Call to discuss transfer tax estimate with V. Los and L. Izlar (Pwc), B. Azcuy and E. Remijan (Weil), and E. Tzavelis (Deloitte)	\$850.00	0.8	\$680.00
Tzavelis, Elias	Meeting with M. Butler, S. Fielding, J. Allegretti, and C. Chatten (all Deloitte) regarding IRC Section 382(l)(5) qualified creditor analysis.	\$850.00	0.2	\$170.00

Sears Holdings Corporation

Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/23/2019				
Tzavelis, Elias	Meeting with M. Butler, J. Allegretti, S. Fielding, and C. Chatten (all Deloitte) regarding IRC Section 382(l)(5) qualified creditor analysis.	\$850.00	2.4	\$2,040.00
Tzavelis, Elias	Meeting with M. Butler, J. Forrest, S. Fielding, B. Collins, J. Allegretti, and C. Chatten (all Deloitte) regarding mechanics of regulations governing tax attribute reduction for cancellation of indebtedness income.	\$850.00	2.3	\$1,955.00
Tzavelis, Elias	Meeting with J. Allegretti, M. Butler, and S. Fielding (all Deloitte) regarding IRC Section 382 ownership change calculations.	\$850.00	0.2	\$170.00
Tzavelis, Elias	Call with J. Allegretti, M. Butler, J. Forrest, S. Fielding, C. Chatten (all Deloitte), and S. Goldring (Weil) regarding strategies to preserve tax attributes in emergence transaction.	\$850.00	0.7	\$595.00
Tzavelis, Elias	Call with S. Fielding, C. Chatten, M. Butler, J. Allegretti, B. Collins, J. Forrest, and B. Baily (all Deloitte) regarding transactions mechanics and steps overview document provided by Cleary.	\$850.00	0.8	\$680.00
01/24/2019				
Allegretti, Joe	Meeting with E. Tzavelis, S. Fielding, C. Chatten, D. Hoffman, M. Butler, B. Collins, J. Forrest (all Deloitte), and S. Goldring (Weil) to prepare for upcoming meeting with PwC and Cleary.	\$325.00	0.6	\$195.00
Allegretti, Joe	Meeting with E. Tzavelis, S. Fielding, C. Chatten, D. Hoffman, M. Butler, B. Collins, J. Forrest (all Deloitte), Weil tax team, Cleary tax team, and PwC tax team regarding tax attribute reduction model and structure of emergence transaction.	\$325.00	5.4	\$1,755.00
Allegretti, Joe	Prepare cancellation of debt summary deliverable.	\$325.00	2.1	\$682.50

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/24/2019				
Baily, Brianna	Review correspondence related to potential structuring, and tracing through consequences.	\$595.00	1.5	\$892.50
Baily, Brianna	Review article on application of Treasury Regulation Section 1.1502-11.	\$595.00	0.8	\$476.00
Butler, Mike	Meeting with E. Tzavelis, S. Fielding, C. Chatten, D. Hoffman, J. Allegretti, B. Collins, J. Forrest (all Deloitte), Weil tax team, Cleary tax team, and PwC tax team regarding tax attribute reduction model and structure of emergence transaction.	\$595.00	5.4	\$3,213.00
Butler, Mike	Meeting with E. Tzavelis, S. Fielding, C. Chatten, D. Hoffman, J. Allegretti, B. Collins, J. Forrest (all Deloitte), and S. Goldring (Weil) to prepare for upcoming meeting with PwC and Cleary.	\$595.00	0.6	\$357.00
Butler, Mike	Review tax attribute reduction model for revised scenarios.	\$595.00	2.2	\$1,309.00
Chatten, Colin	Meeting with E. Tzavelis, S. Fielding, D. Hoffman, M. Butler, J. Allegretti, B. Collins, J. Forrest (all Deloitte), and S. Goldring (Weil) to prepare for upcoming meeting with PwC and Cleary.	\$325.00	0.6	\$195.00
Chatten, Colin	Meeting with E. Tzavelis, S. Fielding, D. Hoffman, M. Butler, J. Allegretti, B. Collins, J. Forrest (all Deloitte), Weil tax team, Cleary tax team, and PwC tax team regarding tax attribute reduction model and structure of emergence transaction.	\$325.00	5.4	\$1,755.00
Collins, Bryan	Meeting with E. Tzavelis, S. Fielding, C. Chatten, D. Hoffman, M. Butler, J. Allegretti, J. Forrest (all Deloitte), and S. Goldring (Weil) to prepare for upcoming meeting with PwC and Cleary.	\$975.00	0.6	\$585.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/24/2019				
Collins, Bryan	Meeting with E. Tzavelis, S. Fielding, C. Chatten, D. Hoffman, M. Butler, J. Allegretti, J. Forrest (all Deloitte), Weil tax team, Cleary tax team, and PwC tax team regarding tax attribute reduction model and structure of emergence transaction.	\$975.00	5.4	\$5,265.00
Collins, Bryan	Prepare Treasury Regulation Section 1.1502-13(g) analysis with respect to liquidation of Sears Roebuck Acceptance Corporation.	\$975.00	2.0	\$1,950.00
Corrigan, Kevin	Update tax stock basis calculations for new information provided by Company.	\$595.00	2.9	\$1,725.50
Corrigan, Kevin	Continue to update tax stock basis calculations.	\$595.00	2.5	\$1,487.50
Fielding, Stephen	Meeting with E. Tzavelis, C. Chatten, D. Hoffman, M. Butler, J. Allegretti, B. Collins, J. Forrest (all Deloitte), and S. Goldring (Weil) to prepare for upcoming meeting with PwC and Cleary.	\$595.00	0.6	\$357.00
Fielding, Stephen	Meeting with E. Tzavelis, C. Chatten, D. Hoffman, M. Butler, J. Allegretti, B. Collins, J. Forrest (all Deloitte), Weil tax team, Cleary tax team, and PwC tax team regarding tax attribute reduction model and structure of emergence transaction.	\$595.00	5.4	\$3,213.00
Forrest, Jonathan	Meeting with E. Tzavelis, S. Fielding, C. Chatten, D. Hoffman, M. Butler, J. Allegretti, B. Collins, (all Deloitte), Weil tax team, Cleary tax team, and PwC tax team regarding tax attribute reduction model and structure of emergence transaction.	\$975.00	5.4	\$5,265.00
Forrest, Jonathan	Evaluate IRC Section 368(a)(1)(G) reorganizations and issues related to proposed restructuring.	\$975.00	1.8	\$1,755.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/24/2019				
Forrest, Jonathan	Meeting with E. Tzavelis, S. Fielding, C. Chatten, D. Hoffman, M. Butler, J. Allegretti, B. Collins, J. Forrest (all Deloitte), and S. Goldring (Weil) to prepare for upcoming meeting with PwC and Cleary.	\$975.00	0.6	\$585.00
Hoffman, David	Review summary debt and restructuring chart.	\$850.00	1.7	\$1,445.00
Hoffman, David	Meeting with E. Tzavelis, S. Fielding, C. Chatten, M. Butler, J. Allegretti, B. Collins, J. Forrest (all Deloitte), Weil tax team, Cleary tax team, and PwC tax team regarding tax attribute reduction model and structure of emergence transaction.	\$850.00	5.4	\$4,590.00
Hoffman, David	Meeting with E. Tzavelis, S. Fielding, C. Chatten, D. Hoffman, M. Butler, J. Allegretti, B. Collins, J. Forrest (all Deloitte), and S. Goldring (Weil) to prepare for upcoming meeting with PwC and Cleary.	\$850.00	0.6	\$510.00
Omar, Fatin	Consider follow-up inquiries relating to transfer tax estimates.	\$725.00	0.5	\$362.50
Sullivan, Brian	Draft email correspondence in response to PwC questions related to transfer tax estimates.	\$850.00	1.1	\$935.00
Tzavelis, Elias	Meeting with S. Fielding, C. Chatten, D. Hoffman, M. Butler, J. Allegretti, B. Collins, J. Forrest (all Deloitte), and S. Goldring (Weil) to prepare for upcoming meeting with PwC and Cleary.	\$850.00	0.6	\$510.00
Tzavelis, Elias	Meeting with S. Fielding, C. Chatten, D. Hoffman, M. Butler, J. Allegretti, B. Collins, J. Forrest (all Deloitte), Weil tax team, Cleary tax team, and PwC tax team regarding tax attribute reduction model and structure of emergence transaction.	\$850.00	5.4	\$4,590.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/25/2019				
Allegretti, Joe	Meeting with S. Fielding (Deloitte) to discuss intercompany debt obligations at SRAC.	\$325.00	0.4	\$130.00
Allegretti, Joe	Preparing summary of SRAC intercompany debt.	\$325.00	0.8	\$260.00
Allegretti, Joe	Meeting with S. Fielding, M. Butler and E. Tzavelis (all Deloitte) to discuss the taxable liquidation of SRAC.	\$325.00	0.9	\$292.50
Allegretti, Joe	Meeting with M. Butler (Deloitte) to continue revising the tax attribute reduction summary deliverables.	\$325.00	0.4	\$130.00
Allegretti, Joe	Meeting with M. Butler and E. Tzavelis (both Deloitte) to discuss the tax attribute model summary outputs	\$325.00	1.5	\$487.50
Allegretti, Joe	Call with B. Baily, M. Butler, J. Forrest, and M. Schreiber (all Deloitte) related to tax attribute reduction summary deliverable	\$325.00	0.1	\$32.50
Allegretti, Joe	Call with M. Butler, S. Fielding, E. Tzavelis (all Deloitte), the Sears tax team and the Weil tax team to discuss the follow-up items requested by Cleary and PwC.	\$325.00	0.8	\$260.00
Baily, Brianna	Research insolvent dissolutions as intercompany transactions.	\$595.00	2.2	\$1,309.00
Baily, Brianna	Review tax attribute reduction model.	\$595.00	0.4	\$238.00
Baily, Brianna	Review transaction summary to identify deferred intercompany transactions.	\$595.00	0.3	\$178.50
Baily, Brianna	Call with J. Allegretti, M. Butler, J. Forrest, and M. Schreiber (all Deloitte) related to tax attribute reduction summary deliverable	\$595.00	0.1	\$59.50
Baily, Brianna	Call with J. Forrest, M. Schreiber, and E. Tzavelis (all Deloitte) to discuss tax attribute reduction summary deliverable.	\$595.00	0.3	\$178.50
Baily, Brianna	Discussion with J. Forrest and M. Schreiber (both Deloitte) related to tax attribute reduction summary deliverable	\$595.00	0.3	\$178.50

Sears Holdings Corporation

Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/25/2019				
Butler, Mike	Meeting with J. Allegretti, S. Fielding, and E. Tzavelis (all Deloitte) to discuss the taxable liquidation of SRAC	\$595.00	0.9	\$535.50
Butler, Mike	Meeting with J. Allegretti (Deloitte) to continue revising the tax attribute reduction model summary deliverables.	\$595.00	0.4	\$238.00
Butler, Mike	Meeting with J. Allegretti and E. Tzavelis (both Deloitte) to discuss tax implications of potential transactions related to Sears Roebuck Acceptance Corp.	\$595.00	1.5	\$892.50
Butler, Mike	Call with J. Allegretti, S. Fielding, E. Tzavelis (all Deloitte), the Sears tax team and the Weil tax team to discuss the follow-up items requested by Cleary and PwC.	\$595.00	0.8	\$476.00
Butler, Mike	Call with J. Allegretti, B. Baily, J. Forrest, and M. Schreiber (all Deloitte) related to tax attribute reduction summary deliverable	\$595.00	0.1	\$59.50
Chatten, Colin	Revise organizational structure chart in tax attribute reduction model to depict correct legal ownership.	\$325.00	0.5	\$162.50
Collins, Bryan	Consider authorities on the treatment of a taxable liquidation of Sears Roebuck Acceptance Corp.	\$975.00	2.3	\$2,242.50
Corrigan, Kevin	Update tax stock basis calculations for new information provided by Company.	\$595.00	0.6	\$357.00
Corrigan, Kevin	Continue to pdate tax stock basis calculations for new information provided by company.	\$595.00	2.2	\$1,309.00
Espinola, Jonathan	Update state tax attribute reduction model.	\$595.00	1.4	\$833.00
Espinola, Jonathan	Meeting with B. Sullivan and M. Paxton (both Deloitte) regarding state tax attribute reduction model.	\$595.00	0.4	\$238.00
Espinola, Jonathan	Call with M. Paxton (Deloitte) regarding state tax attribute reduction model status and outstanding questions.	\$595.00	0.2	\$119.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/25/2019				
Fielding, Stephen	Meeting with J. Allegretti (Deloitte) to discuss intercompany debt obligations of SRAC.	\$595.00	0.4	\$238.00
Fielding, Stephen	Meeting with J. Allegretti, M. Butler, and E. Tzavelis (all Deloitte) to discuss the taxable liquidation of SRAC.	\$595.00	0.9	\$535.50
Fielding, Stephen	Call with J. Allegretti, M. Butler, E. Tzavelis (all Deloitte), the Sears tax team and the Weil tax team to discuss the follow-up items requested by Cleary and PwC.	\$595.00	0.8	\$476.00
Forrest, Jonathan	Review application of the intercompany debt regulations to the proposed liquidation of Sears Roebuck Acceptance Corporation.	\$975.00	1.6	\$1,560.00
Forrest, Jonathan	Review proposed tax attribute reduction model deliverables.	\$975.00	0.8	\$780.00
Forrest, Jonathan	Call with B. Baily, M. Schreiber, and E. Tzavelis (all Deloitte) to discuss tax attribute reduction summary deliverable	\$975.00	0.3	\$292.50
Forrest, Jonathan	Call with J. Allegretti, B. Baily, M. Butler, and M. Schreiber (all Deloitte) related to tax attribute reduction summary deliverable	\$975.00	0.1	\$97.50
Forrest, Jonathan	Discussion with B. Baily and M. Schreiber (both Deloitte) related to tax attribute reduction summary deliverable	\$975.00	0.3	\$292.50
Forrest, Jonathan	Internal call with B Baily and M Schreiber (both Deloitte) regarding the application of Treasury Regulation Section 1.1502-13(g) to a conversion of Sears Roebuck Acceptance Corporation.	\$975.00	1.0	\$975.00
Forrest, Jonathan	Internal discussion with M. Schreiber (Deloitte) regarding the application of Treasury Regulation Section 1.1502-13 (g) to a conversion of Sears Roebuck Acceptance Corporation.	\$975.00	0.2	\$195.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/25/2019				
Hospodarsky, Sara	Prepare Schedule M-2 analysis for Sears, Roebuck & Co. tax stock basis study for years 2008 through 2017.	\$325.00	2.5	\$812.50
Paxton, Michael	Meeting with B. Sullivan, M. Paxton and J. Espinola (all Deloitte) regarding state tax attribute reduction model.	\$725.00	0.4	\$290.00
Paxton, Michael	Call with J. Espinola (Deloitte) regarding state tax attribute reduction model status and outstanding questions.	\$725.00	0.2	\$145.00
Schreiber, Mendy	Research the application of Treasury Regulation Section 1.1502-13(g) to a conversion of Sears Roebuck Acceptance Corporation.	\$450.00	2.0	\$900.00
Schreiber, Mendy	Internal discussion with J. Forrest (Deloitte) regarding the application of Treasury Regulation Section 1.1502-13 (g) to a conversion of Sears Roebuck Acceptance Corporation.	\$450.00	0.2	\$90.00
Schreiber, Mendy	Call with B. Baily, J. Forrest, and E. Tzavelis (all Deloitte) to discuss tax attribute reduction summary deliverable	\$450.00	0.3	\$135.00
Schreiber, Mendy	Discussion with B. Baily and J. Forrest (both Deloitte) related to tax attribute reduction summary deliverable	\$450.00	0.3	\$135.00
Schreiber, Mendy	Internal call with J. Forrest and B. Baily (both Deloitte) regarding the application of Treasury Regulation Section 1.1502-13(g) to a conversion of Sears Roebuck Acceptance Corporation.	\$450.00	1.0	\$450.00
Schreiber, Mendy	Call with J. Allegretti, B. Baily, M. Butler, and J. Forrest (all Deloitte) related to tax attribute reduction summary deliverable	\$450.00	1.0	\$450.00
Sullivan, Brian	Meeting with M. Paxton and J. Espinola (both Deloitte) regarding state tax attribute reduction model.	\$850.00	0.4	\$340.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees	
<i>Tax Restructuring Services</i>					
01/25/2019					
	Tzavelis, Elias	Meeting with J. Allegretti and M. Butler (both Deloitte) to discuss tax implications of potential transactions related to Sears Roebuck Acceptance Corp.	\$850.00	1.5	\$1,275.00
	Tzavelis, Elias	Meeting with J. Allegretti, S. Fielding, and M. Butler (all Deloitte) to discuss the taxable liquidation of SRAC.	\$850.00	0.9	\$765.00
	Tzavelis, Elias	Call with B. Baily, J. Forrest, and M. Schreiber (all Deloitte) to discuss tax attribute reduction summary deliverable	\$850.00	0.3	\$255.00
	Tzavelis, Elias	Call with J. Allegretti, M. Butler, and S. Fielding (all Deloitte), the Sears tax team and the Weil tax team to discuss the follow-up items equested by Cleary and PwC.	\$850.00	0.8	\$680.00
01/26/2019					
	Allegretti, Joe	Call with M. Butler (Deloitte) to discuss updates to the tax attribute model related to the taxable liquidations of certain entities.	\$325.00	0.4	\$130.00
	Allegretti, Joe	Update tax attribute model for the taxable liquidation of certain entities and running the gain or loss on the settlement of their respective intercompany balances through the model.	\$325.00	3.4	\$1,105.00
	Fielding, Stephen	Update tax attribute reduction model and model outputs for new scenario with taxable liquidation of SRAC.	\$595.00	1.6	\$952.00
01/27/2019					
	Corrigan, Kevin	Review tax stock basis report without the capitalization of intercompany balances.	\$595.00	1.6	\$952.00
	Corrigan, Kevin	Analyze the impact of intercompany account balances on stock basis.	\$595.00	1.4	\$833.00
	Corrigan, Kevin	Update tax stock basis calculations for capitalization of intercompany balances	\$595.00	2.5	\$1,487.50

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/27/2019				
	Corrigan, Kevin Continue to update tax stock basis calculations.	\$595.00	2.4	\$1,428.00
	Espinola, Jonathan Review federal tax attribute reduction model for stock basis information to be used in state tax attribute reduction model.	\$595.00	0.4	\$238.00
01/28/2019				
	Allegretti, Joe Meeting with S. Fielding, E. Tzavelis, M. Butler, and C. Chatten (all Deloitte) regarding updating the tax attribute reduction model for the liquidation of SRAC.	\$325.00	0.6	\$195.00
	Allegretti, Joe Meeting with S. Fielding, M. Butler, and C. Chatten (all Deloitte) regarding location of MTN receivable/payable balances among various Debtor entities.	\$325.00	0.3	\$97.50
	Allegretti, Joe Meeting with M. Butler and S. Fielding (both Deloitte) to discuss updates to the tax attribute reduction model related to Treasury Regulation Section 1502-11 and 1502-36.	\$325.00	0.9	\$292.50
	Allegretti, Joe Meeting with M. Butler and E. Tzavelis (both Deloitte) to discuss the solvency analysis of certain debtor entities for tax purposes.	\$325.00	1.0	\$325.00
	Allegretti, Joe Meeting with E. Tzavelis, S. Fielding, C. Chatten, M. Butler (all Deloitte) regarding allocation of net operating losses in tax attribute reduction model.	\$325.00	0.7	\$227.50
	Allegretti, Joe Meeting with E. Tzavelis, S. Fielding, C. Chatten, M. Butler (all Deloitte) regarding application of consolidated regulations to certain intercompany transactions.	\$325.00	3.7	\$1,202.50
	Allegretti, Joe Meeting with M. Butler, S. Fielding and E. Tzavelis (all Deloitte) to discuss unsecured liability information provided by the Company.	\$325.00	0.6	\$195.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/28/2019				
Allegretti, Joe	Meeting with C. Chatten and M. Butler (both Deloitte) regarding upadting the tax attribute reduction model for the liquidation of SRAC.	\$325.00	0.5	\$162.50
Allegretti, Joe	Meeting with C. Chatten, S. Fielding, E. Tzavelis, M. Butler (all Deloitte) regarding tax implications of liquidating certain Debtor entities.	\$325.00	0.5	\$162.50
Allegretti, Joe	Update the tax attribute model to build out two separate scenarios for liquidating each Kmart Corporation and Sears Roebuck Acceptance Corporation.	\$325.00	1.0	\$325.00
Allegretti, Joe	Call with E. Tzavelis, S. Fielding, C. Chatten, M. Butler, J. Forrest, B. Collins, B. Baily, and M. Schreiber (all Deloitte) regarding updates to tax attribute reduction model and liquidation of certain Debtor entities.	\$325.00	0.9	\$292.50
Allegretti, Joe	Call with E. Tzavelis, S. Fielding, C. Chatten, M. Butler and J. Dempsey (all Deloitte) regarding allocation of net operating losses in tax attribute reduction model.	\$325.00	0.1	\$32.50
Allegretti, Joe	Call with E. Tzavelis, S. Fielding, C. Chatten, M. Butler, B. Collins, J. Forrest, M. Schreiber (all Deloitte), Weil tax team, Cleary tax team, PwC tax team, and Sears tax team regarding questions for Sears tax team from Cleary.	\$325.00	0.8	\$260.00
Allegretti, Joe	Call with S. Fielding, E. Tzavelis, M. Butler, C. Chatten, and B. Sullivan (all Deloitte) regarding status and availability of state tax model.	\$325.00	0.4	\$130.00
Allegretti, Joe	Call with S. Fielding, E. Tzavelis, M. Butler, C. Chatten, B. Collins, and M. Schreiber (all Deloitte) regarding tax implications of ESL's proposed acquisition of certain foreign subsidiaries.	\$325.00	0.7	\$227.50

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/28/2019				
Allegretti, Joe	Call with S. Fielding, E. Tzavelis, M. Butler, C. Chatten, B. Collins, J. Forrest, M. Schreiber (all Deloitte), Weil tax team, PwC tax team, and Cleary tax team regarding follow-up inquiries from Cleary.	\$325.00	0.9	\$292.50
Allegretti, Joe	Call with S. Fielding, E. Tzavelis, M. Butler, C. Chatten, B. Collins, M. Schreiber, and J. Forrest (all Deloitte) regarding application of Treas. Reg. Section 1.1502-13(g) to intercompany transactions between certain Debtor entities.	\$325.00	0.6	\$195.00
Baily, Brianna	Call with E. Tzavelis, S. Fielding, C. Chatten, M. Butler, J. Allegretti, J. Forrest, B. Collins, and M. Schreiber (all Deloitte) regarding updates to tax attribute reduction model and liquidation of certain Debtor entities	\$595.00	0.9	\$535.50
Baily, Brianna	Review comments on attribute reduction model.	\$595.00	0.4	\$238.00
Baily, Brianna	Review correspondence related to research into tax consequences of insolvent liquidation.	\$595.00	0.1	\$59.50
Baily, Brianna	Review new attribute reduction model and list of questions related to model.	\$595.00	0.9	\$535.50
Baily, Brianna	Review REMIC/Sparrow loan description in transaction summary document	\$595.00	0.2	\$119.00
Baily, Brianna	Review tax attribute model and comparing to various liquidation scenarios.	\$595.00	0.8	\$476.00
Butler, Mike	Meeting with J. Allegretti, and S. Fielding (all Deloitte) to discuss updates to the tax attribute reduction model related to Treasury Regulation Sections 1.1502-11 and 1.1502-36.	\$595.00	0.9	\$535.50
Butler, Mike	Meeting with J. Allegretti, and E. Tzavelis (all Deloitte) to discuss the solvency of certain debtor entities for tax purposes.	\$595.00	1.0	\$595.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/28/2019				
Butler, Mike	Meeting with C. Chatten and J. Allegretti (both Deloitte) regarding updating the tax attribute reduction model for the liquidation of SRAC.	\$595.00	0.5	\$297.50
Butler, Mike	Meeting with C. Chatten, S. Fielding, E. Tzavelis, and J. Allegretti (all Deloitte) regarding tax implications of liquidating certain Debtor entities.	\$595.00	0.5	\$297.50
Butler, Mike	Meeting with E. Tzavelis, S. Fielding, C. Chatten, and J. Allegretti (all Deloitte) regarding application of consolidated tax return regulations to certain intercompany transactions.	\$595.00	3.7	\$2,201.50
Butler, Mike	Meeting with E. Tzavelis, S. Fielding, C. Chatten, and J. Allegretti (all Deloitte) regarding allocation of net operating losses in tax attribute reduction model.	\$595.00	0.7	\$416.50
Butler, Mike	Call with S. Fielding, E. Tzavelis, J. Allegretti, C. Chatten, and B. Sullivan (all Deloitte) regarding status and availability of state tax model.	\$595.00	0.4	\$238.00
Butler, Mike	Call with S. Fielding, E. Tzavelis, J. Allegretti, C. Chatten, B. Collins, and M. Schreiber (all Deloitte) regarding tax implications of ESL's proposed acquisition of certain foreign subsidiaries.	\$595.00	0.7	\$416.50
Butler, Mike	Call with S. Fielding, E. Tzavelis, J. Allegretti, C. Chatten, B. Collins, J. Forrest, M. Schreiber (all Deloitte), Weil tax team, PwC tax team, and Cleary tax team regarding follow-up inquiries from Cleary.	\$595.00	0.9	\$535.50
Butler, Mike	Call with S. Fielding, E. Tzavelis, J. Allegretti, C. Chatten, B. Collins, M. Schreiber, and J. Forrest (all Deloitte) regarding application of Treasury Regulation Section 1.1502-13(g) to intercompany transactions between certain Debtor entities.	\$595.00	0.6	\$357.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/28/2019				
Butler, Mike	Call with E. Tzavelis, S. Fielding, C. Chatten, J. Allegretti, B. Collins, J. Forrest, M. Schreiber (all Deloitte), Weil tax team, Cleary tax team, PwC tax team, and Sears tax team regarding questions for Sears tax team from Cleary.	\$595.00	0.8	\$476.00
Butler, Mike	Call with E. Tzavelis, S. Fielding, C. Chatten, J. Allegretti, and J. Dempsey (all Deloitte) regarding allocation of net operating losses in tax attribute reduction model.	\$595.00	0.1	\$59.50
Butler, Mike	Meeting with J. Allegretti, S. Fielding, and E. Tzavelis (all Deloitte) to discuss unsecured liability information provided by the Company.	\$595.00	0.6	\$357.00
Butler, Mike	Meeting with S. Fielding, E. Tzavelis, J. Allegretti, and C. Chatten (all Deloitte) regarding updating the tax attribute reduction model for liquidation of SRAC.	\$595.00	0.6	\$357.00
Butler, Mike	Meeting with S. Fielding, J. Allegretti, and C. Chatten (all Deloitte) regarding location of MTN receivable/payable balances among various Debtor entities.	\$595.00	0.3	\$178.50
Butler, Mike	Call with E. Tzavelis, S. Fielding, C. Chatten, J. Allegretti, J. Forrest, B. Collins, B. Baily, and M. Schreiber (all Deloitte) regarding updates to tax attribute reduction model and liquidation of certain Debtor entities.	\$595.00	0.9	\$535.50
Chatten, Colin	Meeting with E. Tzavelis, S. Fielding, M. Butler, and J. Allegretti (all Deloitte) regarding allocation of net operating losses in tax attribute reduction model.	\$325.00	0.7	\$227.50
Chatten, Colin	Meeting with M. Butler and J. Allegretti (both Deloitte) regarding updating the tax attribute reduction model for the liquidation of SRAC.	\$325.00	0.5	\$162.50

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/28/2019				
Chatten, Colin	Meeting with S. Fielding, E. Tzavelis, J. Allegretti, and M. Butler (all Deloitte) regarding updating the tax attribute reduction model for the liquidation of SRAC.	\$325.00	0.6	\$195.00
Chatten, Colin	Meeting with S. Fielding, E. Tzavelis, M. Butler, and J. Allegretti (all Deloitte) regarding tax implications of liquidating certain Debtor entities.	\$325.00	0.5	\$162.50
Chatten, Colin	Meeting with S. Fielding, J. Allegretti, and M. Butler (all Deloitte) regarding location of MTN receivable/payable balances among various Debtor entities.	\$325.00	0.3	\$97.50
Chatten, Colin	Meeting with E. Tzavelis, S. Fielding, M. Butler, and J. Allegretti (all Deloitte) regarding application of consolidated tax return regulations to certain intercompany transactions.	\$325.00	3.7	\$1,202.50
Chatten, Colin	Call with E. Tzavelis, S. Fielding, M. Butler, J. Allegretti, and J. Dempsey (all Deloitte) regarding allocation of net operating losses in tax attribute reduction model.	\$325.00	0.1	\$32.50
Chatten, Colin	Call with E. Tzavelis, S. Fielding, M. Butler, J. Allegretti, J. Forrest, B. Collins, B. Baily, and M. Schreiber (all Deloitte) regarding updates to tax attribute reduction model and liquidation of certain Debtor entities.	\$325.00	0.9	\$292.50
Chatten, Colin	Call with E. Tzavelis, S. Fielding, M. Butler, J. Allegretti, B. Collins, J. Forrest, M. Schreiber (all Deloitte), Weil tax team, Cleary tax team, PwC tax team, and Sears tax team regarding questions for Sears tax team from Cleary.	\$325.00	0.8	\$260.00
Chatten, Colin	Call with S. Fielding, E. Tzavelis, J. Allegretti, M. Butler, and B. Sullivan (all Deloitte) regarding status and availability of state tax attribute reduction model.	\$325.00	0.4	\$130.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/28/2019				
Chatten, Colin	Call with S. Fielding, E. Tzavelis, J. Allegretti, M. Butler, B. Collins, and M. Schreiber (all Deloitte) regarding tax implications of ESL's proposed acquisition of certain foreign subsidiaries.	\$325.00	0.7	\$227.50
Chatten, Colin	Call with S. Fielding, E. Tzavelis, J. Allegretti, M. Butler, B. Collins, J. Forrest, M. Schreiber (all Deloitte), Weil tax team, PwC tax team, and Cleary tax team regarding follow-up inquiries from Cleary.	\$325.00	0.9	\$292.50
Chatten, Colin	Call with S. Fielding, E. Tzavelis, J. Allegretti, M. Butler, B. Collins, M. Schreiber, and J. Forrest (all Deloitte) regarding application of Treasury Regulation Section 1.1502-13(g) to intercompany transactions between certain Debtor entities.	\$325.00	0.6	\$195.00
Collins, Bryan	Call with S. Fielding, E. Tzavelis, J. Allegretti, M. Butler, C. Chatten, and M. Schreiber (all Deloitte) regarding tax implications of ESL's proposed acquisition of certain foreign subsidiaries.	\$975.00	0.7	\$682.50
Collins, Bryan	Call with S. Fielding, E. Tzavelis, J. Allegretti, M. Butler, C. Chatten, J. Forrest, M. Schreiber (all Deloitte), Weil tax team, PwC tax team, and Cleary tax team regarding follow-up inquiries from Cleary.	\$975.00	0.9	\$877.50
Collins, Bryan	Call with S. Fielding, E. Tzavelis, J. Allegretti, M. Butler, C. Chatten, M. Schreiber, and J. Forrest (all Deloitte) regarding application of Treasury Regulation Section 1.1502-13(g) to intercompany transactions between certain Debtor entities.	\$975.00	0.6	\$585.00
Collins, Bryan	Internal discussion with J. Forrest and M. Schreiber (both Deloitte) regarding the tax implications of liquidating SRAC.	\$975.00	1.4	\$1,365.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/28/2019				
Collins, Bryan	Research regarding application of Treasury Regulation Section 1.1502-13 (g) on taxable liquidation of Sears Roebuck Acceptance Corp.	\$975.00	2.2	\$2,145.00
Collins, Bryan	Call with E. Tzavelis, S. Fielding, C. Chatten, M. Butler, J. Allegretti, J. Forrest, M. Schreiber (all Deloitte), Weil tax team, Cleary tax team, PwC tax team, and Sears tax team regarding questions for Sears tax team from Cleary.	\$975.00	0.8	\$780.00
Dempsey, Jacob	Call with E. Tzavelis, S. Fielding, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) regarding allocation of net operating losses in tax attribute reduction model.	\$595.00	0.1	\$59.50
Espinola, Jonathan	Research NJ combined return regime and prior year net operating loss usage for state tax attribute reduction model.	\$595.00	1.0	\$595.00
Fielding, Stephen	Meeting with J. Allegretti, M. Butler, and E. Tzavelis (all Deloitte) to discuss unsecured liability information provided by the Company.	\$595.00	0.6	\$357.00
Fielding, Stephen	Meeting with J. Allegretti, M. Butler, and C. Chatten (all Deloitte) regarding location of MTN receivable/payable balances among various Debtor entities.	\$595.00	0.3	\$178.50
Fielding, Stephen	Meeting with J. Allegretti and M. Butler (both Deloitte) to discuss updates to the tax attribute reduction model related to Treasury Regulation Sections 1.1502-11 and 1.1502-36.	\$595.00	0.9	\$535.50
Fielding, Stephen	Meeting with E. Tzavelis, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) regarding allocation of net operating losses in tax attribute reduction model.	\$595.00	0.7	\$416.50

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/28/2019				
Fielding, Stephen	Meeting with E. Tzavelis, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) regarding application of consolidated tax return regulations to certain intercompany transactions.	\$595.00	3.7	\$2,201.50
Fielding, Stephen	Meeting with E. Tzavelis, J. Allegretti, M. Butler, and C. Chatten (all Deloitte) regarding updating the tax attribute reduction model for the liquidation of SRAC.	\$595.00	0.6	\$357.00
Fielding, Stephen	Meeting with C. Chatten, E. Tzavelis, M. Butler, and J. Allegretti (all Deloitte) regarding tax implications of liquidating certain Debtor entities.	\$595.00	0.5	\$297.50
Fielding, Stephen	Call with E. Tzavelis, C. Chatten, M. Butler, J. Allegretti, B. Collins, J. Forrest, M. Schreiber (all Deloitte), Weil tax team, Cleary tax team, PwC tax team, and Sears tax team regarding questions for Sears tax team from Cleary.	\$595.00	0.8	\$476.00
Fielding, Stephen	Call with E. Tzavelis, J. Allegretti, M. Butler, C. Chatten, B. Collins, J. Forrest, M. Schreiber (all Deloitte), Weil tax team, PwC tax team, and Cleary tax team regarding follow-up inquiries from Cleary.	\$595.00	0.9	\$535.50
Fielding, Stephen	Call with E. Tzavelis, J. Allegretti, M. Butler, C. Chatten, B. Collins, M. Schreiber, and J. Forrest (all Deloitte) regarding application of Treasury Regulation Section 1.1502-13(g) to intercompany transactions between certain Debtor entities.	\$595.00	0.6	\$357.00
Fielding, Stephen	Call with E. Tzavelis, C. Chatten, M. Butler, J. Allegretti, and J. Dempsey (all Deloitte) regarding allocation of net operating losses in tax attribute reduction model.	\$595.00	0.1	\$59.50

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/28/2019				
Fielding, Stephen	Call with E. Tzavelis, C. Chatten, M. Butler, J. Allegretti, J. Forrest, B. Collins, B. Baily, and M. Schreiber (all Deloitte) regarding updates to tax attribute reduction model and liquidation of certain Debtor entities.	\$595.00	0.9	\$535.50
Fielding, Stephen	Call with E. Tzavelis, J. Allegretti, M. Butler, C. Chatten, and B. Sullivan (all Deloitte) regarding status and availability of state tax model.	\$595.00	0.4	\$238.00
Fielding, Stephen	Call with E. Tzavelis, J. Allegretti, M. Butler, C. Chatten, B. Collins, and M. Schreiber (all Deloitte) regarding tax implications of ESL's proposed acquisition of certain foreign subsidiaries.	\$595.00	0.7	\$416.50
Forrest, Jonathan	Internal discussion with B. Collins and M. Schreiber (all Deloitte) regarding the tax implications of liquidating Sears Roebuck Acceptance Corporation.	\$975.00	1.4	\$1,365.00
Forrest, Jonathan	Call with S. Fielding, E. Tzavelis, J. Allegretti, M. Butler, C. Chatten, B. Collins, M. Schreiber (all Deloitte), Weil tax team, PwC tax team, and Cleary tax team regarding follow-up inquiries from Cleary	\$975.00	0.9	\$877.50
Forrest, Jonathan	Call with E. Tzavelis, S. Fielding, C. Chatten, M. Butler, J. Allegretti, B. Collins, B. Baily, and M. Schreiber (all Deloitte) regarding updates to tax attribute reduction model and liquidation of certain Debtor entities.	\$975.00	0.9	\$877.50
Forrest, Jonathan	Call with E. Tzavelis, S. Fielding, C. Chatten, M. Butler, J. Allegretti, B. Collins, M. Schreiber (all Deloitte), Weil tax team, Cleary tax team, PwC tax team, and Sears tax team regarding questions for Sears tax team from Cleary.	\$975.00	0.8	\$780.00
Forrest, Jonathan	Review tax attribute reduction model calculations and related implications.	\$975.00	2.1	\$2,047.50

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/28/2019				
Hospodarsky, Sara	Prepare Schedule M-2 analysis for tax stock basis study.	\$325.00	2.9	\$942.50
Hospodarsky, Sara	Finish inputting M-2 analysis information for Sears stock basis study.	\$325.00	2.4	\$780.00
Schreiber, Mendy	Call with E. Tzavelis, S. Fielding, C. Chatten, M. Butler, J. Allegretti, J. Forrest, B. Collins, and B. Baily (all Deloitte) regarding updates to tax attribute reduction model and liquidation of certain Debtor entities.	\$450.00	0.9	\$405.00
Schreiber, Mendy	Call with S. Fielding, E. Tzavelis, J. Allegretti, M. Butler, C. Chatten, B. Collins, J. Forrest, (all Deloitte), Weil tax team, PwC tax team, and Cleary tax team regarding follow-up inquiries from Cleary.	\$450.00	0.9	\$405.00
Schreiber, Mendy	Call with E. Tzavelis, S. Fielding, C. Chatten, M. Butler, J. Allegretti, B. Collins, J. Forrest (all Deloitte), Weil tax team, Cleary tax team, PwC tax team, and Sears tax team regarding questions for Sears tax team from Cleary.	\$450.00	0.8	\$360.00
Schreiber, Mendy	Call with S. Fielding, E. Tzavelis, J. Allegretti, M. Butler, C. Chatten, and B. Collins (all Deloitte) regarding tax implications of ESL's proposed acquisition of certain foreign subsidiaries.	\$450.00	0.7	\$315.00
Schreiber, Mendy	Call with S. Fielding, E. Tzavelis, J. Allegretti, M. Butler, C. Chatten, B. Collins, and J. Forrest (all Deloitte) regarding application of Treasury Regulation Section 1.1502-13(g) to intercompany transactions between certain Debtor entities.	\$450.00	0.6	\$270.00
Schreiber, Mendy	Review private letter rulings related to Treasury Regulation Section 1.1502-13 (g)	\$450.00	0.5	\$225.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/28/2019				
Schreiber, Mendy	Internal discussion with B. Collins and J. Forrest (both Deloitte) regarding the tax implications of liquidating Sears Roebuck Acceptance Corporation.	\$450.00	1.4	\$630.00
Sullivan, Brian	Call with S. Fielding, E. Tzavelis, J. Allegretti, M. Butler, and C. Chatten (all Deloitte) regarding status and availability of state tax attribute reduction model.	\$850.00	0.4	\$340.00
Tzavelis, Elias	Call with S. Fielding, J. Allegretti, M. Butler, C. Chatten, B. Collins, M. Schreiber, and J. Forrest (all Deloitte) regarding application of Treasury Regulation Section 1.1502-13(g) to intercompany transactions between certain Debtor entities.	\$850.00	0.6	\$510.00
Tzavelis, Elias	Meeting with C. Chatten, S. Fielding, M. Butler, and J. Allegretti (all Deloitte) regarding tax implications of liquidating certain Debtor entities.	\$850.00	0.5	\$425.00
Tzavelis, Elias	Meeting with J. Allegretti and M. Butler (both Deloitte) to discuss the solvency analysis of certain debtor entities for tax purposes.	\$850.00	1.0	\$850.00
Tzavelis, Elias	Meeting with J. Allegretti, M. Butler, and S. Fielding (all Deloitte) to discuss unsecured liability information provided by the Company.	\$850.00	0.6	\$510.00
Tzavelis, Elias	Meeting with S. Fielding, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) regarding allocation of net operating losses in tax attribute reduction model.	\$850.00	0.7	\$595.00
Tzavelis, Elias	Meeting with S. Fielding, J. Allegretti, M. Butler, and C. Chatten (all Deloitte) regarding updating the tax attribute reduction model for the liquidation of SRAC.	\$850.00	0.6	\$510.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/28/2019				
Tzavelis, Elias	Meeting with S. Fielding, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) regarding application of consolidated tax return regulations to certain intercompany transactions.	\$850.00	3.7	\$3,145.00
Tzavelis, Elias	Call with S. Fielding, C. Chatten, M. Butler, J. Allegretti, and J. Dempsey (all Deloitte) regarding allocation of net operating losses in tax attribute reduction model.	\$850.00	0.1	\$85.00
Tzavelis, Elias	Call with S. Fielding, C. Chatten, M. Butler, J. Allegretti, J. Forrest, B. Collins, B. Baily, and M. Schreiber (all Deloitte) regarding updates to tax attribute reduction model and liquidation of certain Debtor entities.	\$850.00	0.9	\$765.00
Tzavelis, Elias	Call with S. Fielding, J. Allegretti, M. Butler, C. Chatten, and B. Sullivan (all Deloitte) regarding status and availability of state tax model.	\$850.00	0.4	\$340.00
Tzavelis, Elias	Call with S. Fielding, J. Allegretti, M. Butler, C. Chatten, B. Collins, and M. Schreiber (all Deloitte) regarding tax implications of ESL's proposed acquisition of certain foreign subsidiaries.	\$850.00	0.7	\$595.00
Tzavelis, Elias	Call with S. Fielding, J. Allegretti, M. Butler, C. Chatten, B. Collins, J. Forrest, M. Schreiber (all Deloitte), Weil tax team, PwC tax team, and Cleary tax team regarding follow-up inquiries from Cleary.	\$850.00	0.9	\$765.00
Tzavelis, Elias	Call with S. Fielding, C. Chatten, M. Butler, J. Allegretti, B. Collins, J. Forrest, M. Schreiber (all Deloitte), Weil tax team, Cleary tax team, PwC tax team, and Sears tax team regarding questions for Sears tax team from Cleary.	\$850.00	0.8	\$680.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/29/2019				
	Ahmadi, Cyavash Research combined reporting and conformity for New Jersey.	\$450.00	0.8	\$360.00
	Allegretti, Joe Call with J. Forrest, B. Collins, E. Tzavelis, S. Fielding, C. Chatten, and M. Butler (all Deloitte) regarding application of consolidated return regulations to emergence transaction.	\$325.00	0.4	\$130.00
	Allegretti, Joe Call with E. Tzavelis, S. Fielding, C. Chatten, M. Butler (all Deloitte), and PwC tax team regarding solvency and potential liquidation certain Debtor entities.	\$325.00	0.2	\$65.00
	Allegretti, Joe Call with E. Tzavelis, B. Collins, S. Fielding, M. Butler, B. Baily, M. Schreiber and J. Forrest (all Deloitte) to discuss the deliverable summarizing unsecured liabilities for cancellation of debt income purposes.	\$325.00	0.9	\$292.50
	Allegretti, Joe Call with B. Sullivan, E. Tzavelis, S. Fielding, C. Chatten, M. Butler (all Deloitte) regarding state tax implications of emergence transaction.	\$325.00	1.0	\$325.00
	Allegretti, Joe Meeting with E. Tzavelis, S. Fielding, C. Chatten, M. Butler (all Deloitte) regarding location and amount of intercompany receivable and payable balances among certain Debtor entities.	\$325.00	0.5	\$162.50
	Allegretti, Joe Meeting with E. Tzavelis, S. Fielding, C. Chatten, M. Butler (all Deloitte) regarding solvency of Sears Reinsurance entity.	\$325.00	1.0	\$325.00
	Allegretti, Joe Meeting with E. Tzavelis, S. Fielding, C. Chatten, M. Butler (all Deloitte) to update tax attribute reduction model for new assumptions related to the value of ESL's credit bid	\$325.00	1.0	\$325.00
	Allegretti, Joe Meeting with E. Tzavelis, S. Fielding, C. Chatten, M. Butler (all Deloitte) regarding analysis of solvency of various Debtor entities.	\$325.00	1.0	\$325.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/29/2019				
Allegretti, Joe	Meeting with M. Butler (Deloitte) to discuss liquidation scenarios and prepare solvency analysis deliverables.	\$325.00	1.6	\$520.00
Allegretti, Joe	Meeting with S. Fielding and E. Tzavelis (both Deloitte) to discuss the updates to the model for taxable liquidations.	\$325.00	0.5	\$162.50
Allegretti, Joe	Meeting with S. Fielding, C. Chatten, and M. Butler (all Deloitte) to update tax attribute reduction model for new assumptions related to the value of ESL's credit bid	\$325.00	0.4	\$130.00
Allegretti, Joe	Meeting with S. Fielding, C. Chatten, and M. Butler (all Deloitte) to update tax attribute reduction model for new assumptions related to the value of ESL's credit bid	\$325.00	0.8	\$260.00
Allegretti, Joe	Meeting with M. Butler, S. Fielding and E. Tzavelis (all Deloitte) to discuss tax implications of Kmart conversion.	\$325.00	0.9	\$292.50
Allegretti, Joe	Meeting with B. Collins, E. Tzavelis, S. Fielding, C. Chatten, M. Butler, and (all Deloitte) regarding application of consolidated return regulations to tax attribute reduction model.	\$325.00	2.6	\$845.00
Baily, Brianna	Review changes to attribute reduction model.	\$595.00	0.9	\$535.50
Butler, Mike	Call with B. Sullivan, E. Tzavelis, S. Fielding, C. Chatten, and J. Allegretti (all Deloitte) regarding state tax implications of emergence transaction.	\$595.00	1.0	\$595.00
Butler, Mike	Meeting with S. Fielding, C. Chatten, and J. Allegretti (all Deloitte) to update tax attribute reduction model for new assumptions related to the value of ESL's credit bid	\$595.00	0.8	\$476.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/29/2019				
Butler, Mike	Meeting with S. Fielding, C. Chatten, and J. Allegretti (all Deloitte) to update tax attribute reduction model for new assumptions related to the value of ESL's credit bid	\$595.00	0.4	\$238.00
Butler, Mike	Meeting with J. Allegretti, M. Butler, S. Fielding and E. Tzavelis (all Deloitte) to discuss tax implications of Kmart conversion.	\$595.00	0.9	\$535.50
Butler, Mike	Call with E. Tzavelis, S. Fielding, C. Chatten, J. Allegretti (all Deloitte), and PwC tax team regarding solvency and potential liquidation certain Debtor entities.	\$595.00	0.2	\$119.00
Butler, Mike	Meeting with B. Collins, E. Tzavelis, S. Fielding, C. Chatten, , and J. Allegretti (all Deloitte) regarding application of consolidated tax return regulations to tax attribute reduction model.	\$595.00	2.6	\$1,547.00
Butler, Mike	Meeting with E. Tzavelis, S. Fielding, C. Chatten, and J. Allegretti (all Deloitte) regarding analysis of solvency of various Debtor entities.	\$595.00	1.0	\$595.00
Butler, Mike	Meeting with E. Tzavelis, S. Fielding, C. Chatten, and J. Allegretti (all Deloitte) regarding location and amount of intercompany receivable and payable balances among certain Debtor entities.	\$595.00	0.5	\$297.50
Butler, Mike	Meeting with J. Allegretti (Deloitte) to discuss liquidation scenarios and prepare solvency analysis deliverables.	\$595.00	1.6	\$952.00
Butler, Mike	Meeting with E. Tzavelis, S. Fielding, C. Chatten, and J. Allegretti (all Deloitte) regarding solvency of Sears Reinsurance entity.	\$595.00	1.0	\$595.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/29/2019				
Butler, Mike	Meeting with E. Tzavelis, S. Fielding, C. Chatten, and J. Allegretti (all Deloitte) to update tax attribute reduction model for new assumptions related to the value of ESL's credit bid	\$595.00	1.0	\$595.00
Butler, Mike	Call with J. Forrest, B. Collins, E. Tzavelis, S. Fielding, C. Chatten, and J. Allegretti (all Deloitte) regarding application of consolidated return regulations to emergence transaction.	\$595.00	0.4	\$238.00
Byun, Lydia	Call with K. Corrigan (Deloitte) to discuss tax stock basis calculation	\$595.00	0.3	\$178.50
Byun, Lydia	Data entry for tax stock basis calculation	\$595.00	2.7	\$1,606.50
Chatten, Colin	Call with J. Forrest, B. Collins, E. Tzavelis, S. Fielding, M. Butler, and J. Allegretti (all Deloitte) regarding application of consolidated tax return regulations to emergence transaction.	\$325.00	0.4	\$130.00
Chatten, Colin	Call with E. Tzavelis, S. Fielding, M. Butler, J. Allegretti (all Deloitte), and PwC tax team regarding solvency and potential liquidation certain Debtor entities.	\$325.00	0.2	\$65.00
Chatten, Colin	Call with B. Sullivan, E. Tzavelis, S. Fielding, M. Butler, and J. Allegretti (all Deloitte) regarding state tax implications of emergence transaction.	\$325.00	1.0	\$325.00
Chatten, Colin	Meeting with E. Tzavelis, S. Fielding, M. Butler, and J. Allegretti (all Deloitte) regarding location and amount of intercompany receivable and payable balances among certain Debtor entities.	\$325.00	0.5	\$162.50
Chatten, Colin	Meeting with S. Fielding, M. Butler, and J. Allegretti (all Deloitte) to update tax attribute reduction model for new assumptions related to the value of ESL's credit bid	\$325.00	0.8	\$260.00

Sears Holdings Corporation

Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/29/2019				
Chatten, Colin	Meeting with S. Fielding, M. Butler, and J. Allegretti (all Deloitte) to update tax attribute reduction model for new assumptions related to the value of ESL's credit bid	\$325.00	0.4	\$130.00
Chatten, Colin	Meeting with E. Tzavelis, S. Fielding, M. Butler, and J. Allegretti (all Deloitte) regarding solvency of Sears Reinsurance entity.	\$325.00	1.0	\$325.00
Chatten, Colin	Meeting with E. Tzavelis, S. Fielding, M. Butler, and J. Allegretti (all Deloitte) to update tax attribute reduction model for new assumptions related to the value of ESL's credit bid	\$325.00	1.0	\$325.00
Chatten, Colin	Meeting with E. Tzavelis, S. Fielding, M. Butler, and J. Allegretti (all Deloitte) regarding analysis of solvency of various Debtor entities.	\$325.00	1.0	\$325.00
Chatten, Colin	Meeting with B. Collins, E. Tzavelis, S. Fielding, M. Butler, and J. Allegretti (all Deloitte) regarding application of consolidated tax return regulations to tax attribute reduction model.	\$325.00	2.6	\$845.00
Collins, Bryan	Meeting with E. Tzavelis, S. Fielding, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) regarding application of consolidated tax return regulations to tax attribute reduction model.	\$975.00	2.6	\$2,535.00
Collins, Bryan	Call with J. Forrest, E. Tzavelis, S. Fielding, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) regarding application of consolidated tax return regulations to emergence transaction.	\$975.00	0.4	\$390.00
Collins, Bryan	Call with J. Allegretti, E. Tzavelis, S. Fielding, M. Butler, B. Baily, M. Schreiber and J. Forrest (all Deloitte) to discuss the deliverable summarizing unsecured liabilities for cancellation of debt income purposes.	\$975.00	0.9	\$877.50
Corrigan, Kevin	Review tax stock basis calculations.	\$595.00	2.9	\$1,725.50

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/29/2019				
Corrigan, Kevin	Review supporting workpapers for tax stock basis calculations	\$595.00	3.9	\$2,320.50
Fielding, Stephen	Call with E. Tzavelis, C. Chatten, M. Butler, J. Allegretti (all Deloitte), and PwC tax team regarding solvency and potential liquidation of certain Debtor entities.	\$595.00	0.2	\$119.00
Fielding, Stephen	Call with B. Sullivan, E. Tzavelis, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) regarding state tax implications of emergence transaction.	\$595.00	1.0	\$595.00
Fielding, Stephen	Meeting with B. Collins, E. Tzavelis, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) regarding application of consolidated tax return regulations to tax attribute reduction model.	\$595.00	2.6	\$1,547.00
Fielding, Stephen	Call with J. Allegretti, E. Tzavelis, B. Collins, M. Butler, B. Baily, M. Schreiber and J. Forrest (all Deloitte) to discuss the deliverable summarizing unsecured liabilities for cancellation of debt income purposes.	\$595.00	0.9	\$535.50
Fielding, Stephen	Call with J. Forrest, B. Collins, E. Tzavelis, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) regarding application of consolidated tax return regulations to emergence transaction.	\$595.00	0.4	\$238.00
Fielding, Stephen	Meeting with E. Tzavelis, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) regarding location and amount of intercompany receivable and payable balances among certain Debtor entities.	\$595.00	0.5	\$297.50
Fielding, Stephen	Meeting with C. Chatten, M. Butler, and J. Allegretti (all Deloitte) to update tax attribute reduction model for new assumptions related to the value of ESL's credit bid	\$595.00	0.8	\$476.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/29/2019				
Fielding, Stephen	Meeting with C. Chatten, M. Butler, and J. Allegretti (all Deloitte) to update tax attribute reduction model for new assumptions related to the value of ESL's credit bid	\$595.00	0.4	\$238.00
Fielding, Stephen	Meeting with E. Tzavelis, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) regarding analysis of solvency of various Debtor entities.	\$595.00	1.0	\$595.00
Fielding, Stephen	Meeting with J. Allegretti and E. Tzavelis (both Deloitte) to discuss the updates to the tax attribute reduction model for the taxable liquidations.	\$595.00	0.5	\$297.50
Fielding, Stephen	Meeting with E. Tzavelis, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) regarding solvency of Sears Reinsurance entity.	\$595.00	1.0	\$595.00
Fielding, Stephen	Meeting with E. Tzavelis, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) to update tax attribute reduction model for new assumptions related to the value of ESL's credit bid	\$595.00	1.0	\$595.00
Fielding, Stephen	Meeting with J. Allegretti, M. Butler, and E. Tzavelis (all Deloitte) to discuss tax implications of Kmart conversion.	\$595.00	0.9	\$535.50
Forrest, Jonathan	Review solvency analysis and impact of potential taxable dissolutions.	\$975.00	1.1	\$1,072.50
Forrest, Jonathan	Call with S. Fielding, C. Chatten, M. Butler, J. Allegretti, B. Collins, and M. Schreiber (all Deloitte) regarding tax consequences of certain recent transactions of various Debtor entities.	\$975.00	0.9	\$877.50
Hermanson, Tom	Billing discussions with E. Tzavelis and T. Enkhbayar (both Deloitte).	\$850.00	1.0	\$850.00
Hospodarsky, Sara	Review M-2 analysis for Sears stock basis study.	\$325.00	0.3	\$97.50
Huston, Michael	Review comparison of stock to asset basis for approximately forty entities to provide guidance on next steps in the reconciliation to the prior stock basis estimates.	\$850.00	1.7	\$1,445.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/29/2019				
Patel, Ankur	Continue to prepare data entry for tax stock basis calculations	\$450.00	2.8	\$1,260.00
Patel, Ankur	Prepare data entry for tax stock basis calculations.	\$450.00	3.0	\$1,350.00
Schreiber, Mendy	Call with J. Allegretti, E. Tzavelis, B. Collins, S. Fielding, M. Butler, B. Baily, and J. Forrest (all Deloitte) to discuss the deliverable summarizing unsecured liabilities for cancellation of debt income purposes.	\$450.00	0.9	\$405.00
Sullivan, Brian	Revise state tax attribute reduction analysis for intercompany debt extinguishment related to potential taxable liquidations in a pre-emergency transaction.	\$850.00	2.2	\$1,870.00
Sullivan, Brian	Call with E. Tzavelis, S. Fielding, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) regarding state tax implications of emergence transaction.	\$850.00	1.0	\$850.00
Tzavelis, Elias	Call with S. Fielding, C. Chatten, M. Butler, J. Allegretti (all Deloitte), and PwC tax team regarding solvency and potential liquidation certain Debtor entities.	\$850.00	0.2	\$170.00
Tzavelis, Elias	Meeting with S. Fielding, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) regarding location and amount of intercompany receivable and payable balances among certain Debtor entities.	\$850.00	0.5	\$425.00
Tzavelis, Elias	Meeting with S. Fielding, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) regarding solvency analysis of certain debtor entities.	\$850.00	1.0	\$850.00
Tzavelis, Elias	Meeting with S. Fielding, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) to update tax attribute reduction model for new assumptions related to the value of ESL's credit bid	\$850.00	1.0	\$850.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/29/2019				
Tzavelis, Elias	Meeting with S. Fielding, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) regarding analysis of solvency of various Debtor entities.	\$850.00	1.0	\$850.00
Tzavelis, Elias	Meeting with J. Allegretti, M. Butler, and S. Fielding (all Deloitte) to discuss tax implications of Kmart conversion.	\$850.00	0.9	\$765.00
Tzavelis, Elias	Meeting with J. Allegretti and S. Fielding (both Deloitte) to discuss the updates to the model for the taxable liquidations and the deliverables requested by PwC and Cleary.	\$850.00	0.5	\$425.00
Tzavelis, Elias	Meeting with B. Collins, S. Fielding, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) regarding application of consolidated tax return regulations to tax attribute reduction model.	\$850.00	2.6	\$2,210.00
Tzavelis, Elias	Call with J. Allegretti, B. Collins, S. Fielding, M. Butler, B. Baily, M. Schreiber and J. Forrest (all Deloitte) to discuss the deliverable summarizing unsecured liabilities for cancellation of debt income purposes.	\$850.00	0.9	\$765.00
Tzavelis, Elias	Call with J. Forrest, B. Collins, S. Fielding, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) regarding application of consolidated tax return regulations to emergence transaction.	\$850.00	0.4	\$340.00
Tzavelis, Elias	Call with J. Berry, L. Berrill, L. McDonnell, J. Bergner, G. Yauch, M. Berggren, A. Jackson, J. Little, and T. Hermanson (all Deloitte) to discuss current developments in bankruptcy case and impact on 2018 audit including potential tax implications.	\$850.00	0.5	\$425.00
Tzavelis, Elias	Call with B. Sullivan, S. Fielding, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) regarding state tax implications of emergence transaction.	\$850.00	1.0	\$850.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/30/2019				
Allegretti, Joe	Meeting with S. Fielding and C. Chatten (both Deloitte) to prepare tax attribute reduction model output deliverables.	\$325.00	1.0	\$325.00
Allegretti, Joe	Meeting with S. Fielding, C. Chatten, M. Butler, and B. Baily (all Deloitte) regarding IRC Section 163(j) limitation.	\$325.00	1.2	\$390.00
Allegretti, Joe	Meeting with S. Fielding, C. Chatten, and M. Butler (all Deloitte) to assess tax risks associated with potential excess loss accounts	\$325.00	2.1	\$682.50
Allegretti, Joe	Meeting with S. Fielding, C. Chatten, M. Butler, and B. Baily (all Deloitte) to update tax attribute reduction model in accordance with requests from Cleary and PwC.	\$325.00	1.8	\$585.00
Allegretti, Joe	Meeting with J. Forrest, B. Collins, E. Tzavelis, S. Fielding, C. Chatten, M. Butler (all Deloitte) to prepare for meeting with Cleary and PwC.	\$325.00	0.5	\$162.50
Allegretti, Joe	Meeting with J. Forrest, B. Collins, B. Baily, E. Tzavelis, S. Fielding, C. Chatten, M. Butler (all Deloitte), Weil tax team, Cleary tax team, and PwC tax team regarding tax attribute reduction model and structure of emergence transaction.	\$325.00	4.3	\$1,397.50
Allegretti, Joe	Call with E. Tzavelis, S. Fielding, C. Chatten, M. Butler (all Deloitte) regarding status of updated stock basis and intercompany balance analysis.	\$325.00	0.3	\$97.50
Allegretti, Joe	Call with E. Tzavelis, S. Fielding, C. Chatten, M. Butler, J. Forrest, B. Baily, W. Pauls (all Deloitte), PwC tax team, Weil tax team, and Sears tax team regarding intercompany payable and receivable balances.	\$325.00	0.6	\$195.00
Allegretti, Joe	Call with S. Fielding, C. Chatten and J. Espinola (all Deloitte) regarding net operating loss allocation by entity.	\$325.00	0.2	\$65.00

Sears Holdings Corporation

Deloitte Tax LLP

Fees Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/30/2019				
Baily, Brianna	Meeting with S. Fielding, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) regarding IRC Section 163(j) limitation.	\$595.00	1.2	\$714.00
Baily, Brianna	Meeting with S. Fielding, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) to update tax attribute reduction model in accordance with requests from Cleary and PwC.	\$595.00	1.8	\$1,071.00
Baily, Brianna	Meeting with J. Forrest, B. Collins, E. Tzavelis, S. Fielding, C. Chatten, M. Butler, and J. Allegretti (all Deloitte), Weil tax team, Cleary tax team, and PwC tax team regarding tax attribute reduction model and structure of emergence transaction.	\$595.00	4.3	\$2,558.50
Baily, Brianna	Call with E. Tzavelis, S. Fielding, C. Chatten, M. Butler, J. Allegretti, J. Forrest, W. Pauls (all Deloitte), PwC tax team, Weil tax team, and Sears tax team regarding intercompany payable and receivable balances.	\$595.00	0.6	\$357.00
Baily, Brianna	Call with J. Allegretti, E. Tzavelis, B. Collins, S. Fielding, M. Butler, M. Schreiber and J. Forrest (all Deloitte) to discuss the tax attribute reduction model and approach for incorporating new tax and tax-free liquidations	\$595.00	0.9	\$535.50
Bryan, Michael	Call with M. Paxton and J. Espinola (both Deloitte) regarding New Jersey's conformity to the federal consolidated return regulations.	\$975.00	0.3	\$292.50
Butler, Mike	Call with E. Tzavelis, S. Fielding, C. Chatten, J. Allegretti, J. Forrest, B. Baily, W. Pauls (all Deloitte), PwC tax team, Weil tax team, and Sears tax team regarding intercompany payable and receivable balances.	\$595.00	0.6	\$357.00
Butler, Mike	Meeting with S. Fielding, C. Chatten, and J. Allegretti (all Deloitte) to assess tax risks associated with potential excess loss accounts	\$595.00	2.1	\$1,249.50

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/30/2019				
Butler, Mike	Meeting with J. Forrest, B. Collins, B. Baily, E. Tzavelis, S. Fielding, C. Chatten, and J. Allegretti (all Deloitte), Weil tax team, Cleary tax team, and PwC tax team regarding tax attribute reduction model and structure of emergence transaction.	\$595.00	4.3	\$2,558.50
Butler, Mike	Meeting with J. Forrest, B. Collins, E. Tzavelis, S. Fielding, C. Chatten, and J. Allegretti (all Deloitte) to prepare for meeting with Cleary and PwC.	\$595.00	0.5	\$297.50
Butler, Mike	Meeting with S. Fielding, C. Chatten, J. Allegretti, and B. Baily (all Deloitte) regarding IRC section 163(j) limitation.	\$595.00	1.2	\$714.00
Butler, Mike	Meeting with S. Fielding, C. Chatten, J. Allegretti, and B. Baily (all Deloitte) to update tax attribute reduction model in accordance with requests from Cleary and PwC.	\$595.00	1.8	\$1,071.00
Butler, Mike	Call with E. Tzavelis, S. Fielding, C. Chatten, and J. Allegretti (all Deloitte) regarding status of updated stock basis and intercompany balance analysis.	\$595.00	0.3	\$178.50
Byun, Lydia	Prepare tax stock basis calculation	\$595.00	2.4	\$1,428.00
Chatten, Colin	Meeting with J. Forrest, B. Collins, B. Baily, E. Tzavelis, S. Fielding, M. Butler, and J. Allegretti (all Deloitte), Weil tax team, Cleary tax team, and PwC tax team regarding tax attribute reduction model and structure of emergence transaction.	\$325.00	4.3	\$1,397.50
Chatten, Colin	Meeting with J. Forrest, B. Collins, E. Tzavelis, S. Fielding, M. Butler, and J. Allegretti (all Deloitte) to prepare for meeting with Cleary and PwC.	\$325.00	0.5	\$162.50
Chatten, Colin	Meeting with S. Fielding and J. Allegretti (both Deloitte) to prepare tax attribute reduction model output deliverables	\$325.00	1.0	\$325.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/30/2019				
Chatten, Colin	Meeting with S. Fielding, M. Butler, J. Allegretti, and B. Baily (all Deloitte) regarding IRC Section 163(j) limitation.	\$325.00	1.2	\$390.00
Chatten, Colin	Meeting with S. Fielding, M. Butler, and J. Allegretti (all Deloitte) to assess tax risks associated with potential excess loss accounts	\$325.00	2.1	\$682.50
Chatten, Colin	Meeting with S. Fielding, M. Butler, J. Allegretti, and B. Baily (all Deloitte) to update tax attribute reduction model in accordance with requests from Cleary and PwC.	\$325.00	1.8	\$585.00
Chatten, Colin	Call with E. Tzavelis, S. Fielding, M. Butler, and J. Allegretti (all Deloitte) regarding status of updated stock basis and intercompany balance analysis.	\$325.00	0.3	\$97.50
Chatten, Colin	Call with E. Tzavelis, S. Fielding, M. Butler, J. Allegretti, J. Forrest, B. Baily, W. Pauls (all Deloitte), PwC tax team, Weil tax team, and Sears tax team regarding intercompany payable and receivable balances.	\$325.00	0.6	\$195.00
Chatten, Colin	Call with S. Fielding, J. Allegretti, and J. Espinola (all Deloitte) regarding net operating loss allocation by entity.	\$325.00	0.2	\$65.00
Collins, Bryan	Meeting with J. Forrest, E. Tzavelis, S. Fielding, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) to prepare for meeting with Cleary and PwC.	\$975.00	0.5	\$487.50
Collins, Bryan	Meeting with J. Forrest, B. Baily, E. Tzavelis, S. Fielding, C. Chatten, M. Butler, and J. Allegretti (all Deloitte), Weil tax team, Cleary tax team, and PwC tax team regarding tax attribute reduction model and structure of emergence transaction.	\$975.00	4.3	\$4,192.50
Corrigan, Kevin	Review supporting workpapers for tax stock basis calculations.	\$595.00	2.5	\$1,487.50
Corrigan, Kevin	Draft summary of assumptions made in tax stock basis calculations.	\$595.00	2.6	\$1,547.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/30/2019				
Corrigan, Kevin	Investigate discrepancies between inside and outside basis.	\$595.00	2.2	\$1,309.00
Corrigan, Kevin	Reconcile intercompany net receivable and net payable balances in stock basis study calculations with internal financial information provided by Company.	\$595.00	2.0	\$1,190.00
Corrigan, Kevin	Update supporting workpapers for tax stock basis calculations.	\$595.00	2.8	\$1,666.00
Espinola, Jonathan	Call with M. Paxton and M. Bryan (both Deloitte) regarding New Jersey's conformity to the federal consolidated tax return regulations.	\$595.00	0.3	\$178.50
Espinola, Jonathan	Call with S. Fielding, C. Chatten and J. Allegretti(all Deloitte) regarding net operating loss allocation by entity.	\$595.00	0.2	\$119.00
Espinola, Jonathan	Call with M. Paxton (Deloitte) regarding updating state tax attribute reduction model.	\$595.00	0.3	\$178.50
Espinola, Jonathan	Call with M. Paxton and B. Sullivan (both Deloitte) regarding state tax attribute reduction model.	\$595.00	0.5	\$297.50
Espinola, Jonathan	Revise state attribute reduction model for various changes including different scenarios and additional information provided by the Deloitte mergers and acquisitions tax team.	\$595.00	1.5	\$892.50
Espinola, Jonathan	Update New Jersey apportionment information in state attribute reduction model as a result of updated New Jersey combined reporting requirements and review New Jersey conformity to Treasury Regulation Section 1.1502-13.	\$595.00	0.3	\$178.50
Espinola, Jonathan	Begin updating combined state analysis for state tax attribute reduction model.	\$595.00	2.2	\$1,309.00
Espinola, Jonathan	Call with C. Hybl (Deloitte) regarding New Jersey apportionment needed for attribute reduction model.	\$595.00	0.3	\$178.50

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/30/2019				
Fielding, Stephen	Meeting with J. Forrest, B. Collins, E. Tzavelis, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) to prepare for meeting with Cleary and PwC.	\$595.00	0.5	\$297.50
Fielding, Stephen	Meeting with J. Forrest, B. Collins, B. Baily, E. Tzavelis, C. Chatten, M. Butler, and J. Allegretti (all Deloitte), Weil tax team, Cleary tax team, and PwC tax team regarding tax attribute reduction model and structure of emergence transaction.	\$595.00	4.3	\$2,558.50
Fielding, Stephen	Meeting with C. Chatten, M. Butler, J. Allegretti, and B. Baily (all Deloitte) regarding outstanding workstreams and deliverables following meeting with Cleary and PwC.	\$595.00	1.2	\$714.00
Fielding, Stephen	Meeting with C. Chatten, M. Butler, J. Allegretti, and B. Baily (all Deloitte) to update tax attribute reduction model in accordance with requests from Cleary and PwC.	\$595.00	1.8	\$1,071.00
Fielding, Stephen	Meeting with C. Chatten, M. Butler, and J. Allegretti (all Deloitte) to assess tax risks associated with potential excess loss accounts.	\$595.00	2.1	\$1,249.50
Fielding, Stephen	Meeting with C. Chatten and J. Allegretti (both Deloitte) to prepare tax attribute reduction model output deliverables.	\$595.00	1.0	\$595.00
Fielding, Stephen	Call with E. Tzavelis, C. Chatten, M. Butler, J. Allegretti, J. Forrest, B. Baily, W. Pauls (all Deloitte), PwC tax team, Weil tax team, and Sears tax team regarding intercompany payable and receivable balances.	\$595.00	0.6	\$357.00
Fielding, Stephen	Call with E. Tzavelis, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) regarding status of updated stock basis and intercompany balance analysis.	\$595.00	0.3	\$178.50

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/30/2019				
Fielding, Stephen	Call with C. Chatten, J. Allegretti, and J. Espinola (all Deloitte) regarding net operating loss allocation by entity.	\$595.00	0.2	\$119.00
Forrest, Jonathan	Meeting with B. Collins, E. Tzavelis, S. Fielding, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) to prepare for meeting with Cleary and PwC.	\$975.00	0.5	\$487.50
Forrest, Jonathan	Meeting with B. Collins, B. Baily, E. Tzavelis, S. Fielding, C. Chatten, M. Butler, and J. Allegretti (all Deloitte), Weil tax team, Cleary tax team, and PwC tax team regarding tax attribute reduction model and structure of emergence transaction.	\$975.00	4.3	\$4,192.50
Forrest, Jonathan	Call with E. Tzavelis, S. Fielding, C. Chatten, M. Butler, J. Allegretti, B. Baily, W. Pauls (all Deloitte), PwC tax team, Weil tax team, and Sears tax team regarding intercompany payable and receivable balances.	\$975.00	0.6	\$585.00
Huston, Michael	Review specific changes to the inside and outside basis reconciliation for two entities related to issues with Schedule M-2 disclosures.	\$850.00	0.8	\$680.00
Hybl, Claire	Call with J. Espinola (Deloitte) regarding New Jersey apportionment needed for state tax attribute reduction model.	\$325.00	0.3	\$97.50
Hybl, Claire	Prepare re-computed New Jersey apportionment factor under New Jersey's combined reporting rules to be used in state tax attribute reduction model.	\$325.00	1.2	\$390.00
Patel, Ankur	Prepare tax stock basis calculations	\$450.00	2.9	\$1,305.00
Pauls, William	Prepare for call with E. Tzavelis, S. Fielding, C. Chatten, M. Butler, J. Allegretti, J. Forrest, B. Baily (all Deloitte), PwC tax team, Weil tax team, and Sears tax team regarding intercompany payable and receivable balances.	\$975.00	1.2	\$1,170.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/30/2019				
Pauls, William	Call with E. Tzavelis, S. Fielding, C. Chatten, M. Butler, J. Allegretti, J. Forrest, B. Baily (all Deloitte), PwC tax team, Weil tax team, and Sears tax team regarding intercompany payable and receivable balances; prepared for this teleconference.	\$975.00	0.6	\$585.00
Paxton, Michael	Call with J. Espinola (Deloitte) regarding updating state attribute reduction model.	\$725.00	0.3	\$217.50
Paxton, Michael	Call with M. Paxton, J. Espinola, and M. Bryan (all Deloitte) regarding New Jersey's conformity to the federal consolidated return regulations.	\$725.00	0.3	\$217.50
Paxton, Michael	Review state attribute reduction model.	\$725.00	2.8	\$2,030.00
Paxton, Michael	Call with B. Sullivan and J. Espinola (both Deloitte) regarding state attribute reduction model.	\$725.00	0.5	\$362.50
Sullivan, Brian	Call with M. Paxton and J. Espinola (both Deloitte) regarding state tax attribute reduction model.	\$850.00	0.5	\$425.00
Sullivan, Brian	Research New Jersey tax consequences of proposed transaction steps.	\$850.00	1.3	\$1,105.00
Sullivan, Brian	Estimate state cash tax consequences related to proposed taxable liquidations and real estate foreclosure.	\$850.00	2.4	\$2,040.00
Tzavelis, Elias	Call with S. Fielding, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) regarding status of updated stock basis and intercompany balance analysis.	\$850.00	0.3	\$255.00
Tzavelis, Elias	Meeting with J. Forrest, B. Collins, B. Baily, S. Fielding, C. Chatten, M. Butler, and J. Allegretti (all Deloitte), Weil tax team, Cleary tax team, and PwC tax team regarding tax attribute reduction model and structure of emergence transaction.	\$850.00	4.3	\$3,655.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees	
<i>Tax Restructuring Services</i>					
01/30/2019					
	Tzavelis, Elias	Meeting with J. Forrest, B. Collins, S. Fielding, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) to prepare for meeting with Cleary and PwC.	\$850.00	0.5	\$425.00
	Tzavelis, Elias	Call with S. Fielding, C. Chatten, M. Butler, J. Allegretti, J. Forrest, B. Baily, W. Pauls (all Deloitte), PwC tax team, Weil tax team, and Sears tax team regarding intercompany payable and receivable balances.	\$850.00	0.6	\$510.00
01/31/2019					
	Allegretti, Joe	Call with S. Fielding, C. Chatten, B. Collins, M. Schreiber (all Deloitte), and E. Remijan (Weil) regarding status and timing of certain restructuring transactions involving Sears Reinsurance Company Ltd.	\$325.00	0.3	\$97.50
	Allegretti, Joe	Call with S. Fielding, C. Chatten, M. Butler (all Deloitte) to update tax attribute reduction model pursuant to comments from internal review.	\$325.00	0.8	\$260.00
	Allegretti, Joe	Call with S. Fielding, C. Chatten, M. Butler, B. Collins, and M. Schreiber (all Deloitte) regarding information provided by Debtor accounting and tax team relating to Sears Reinsurance Company Ltd.	\$325.00	0.9	\$292.50
	Allegretti, Joe	Call with S. Fielding, C. Chatten, M. Butler, B. Collins, J. Forrest, and M. Schreiber (all Deloitte) regarding application of consolidated tax return regulations to tax attribute reduction model.	\$325.00	1.3	\$422.50
	Allegretti, Joe	Call with S. Fielding, C. Chatten, M. Butler, B. Collins, J. Forrest, and M. Schreiber (all Deloitte) regarding tax consequences of certain recent transactions of various Debtor entities.	\$325.00	0.7	\$227.50

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/31/2019				
Allegretti, Joe	Format the deliverables for the three scenarios considering the liquidation of certain entities, curing their respective stock basis and providing a summary table.	\$325.00	3.0	\$975.00
Allegretti, Joe	Prepare updated schedule of intercompany balances for tax profile summary slides with C. Chatten (Deloitte).	\$325.00	0.5	\$162.50
Allegretti, Joe	Meeting with S. Fielding (Deloitte) to discuss calculations resulting in potential excess loss accounts.	\$325.00	0.3	\$97.50
Allegretti, Joe	Meeting with S. Fielding and C. Chatten (both Deloitte) regarding latest revisions to tax attribute reduction model.	\$325.00	2.9	\$942.50
Allegretti, Joe	Update the model to flow through two versions in order to attempt to calculate 1.1502-11(c).	\$325.00	0.9	\$292.50
Allegretti, Joe	Update the tax attribute reduction model to be able to correctly flow through the 1.1502-11(c) calculation in two versions of the model.	\$325.00	2.1	\$682.50
Allegretti, Joe	Call with B. Collins, S. Fielding, C. Chatten, and M. Schreiber (all Deloitte) reviewing the tax attribute reduction model.	\$325.00	0.8	\$260.00
Butler, Mike	Call with S. Fielding, C. Chatten, and J. Allegretti (all Deloitte) to update tax attribute reduction model pursuant to comments from internal review.	\$595.00	0.8	\$476.00
Butler, Mike	Call with S. Fielding, C. Chatten, J. Allegretti, and J. Dempsey (all Deloitte) regarding application of Treasury Regulation Section 1.1502-11 to tax attribute reduction model.	\$595.00	0.4	\$238.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/31/2019				
Butler, Mike	Call with S. Fielding, C. Chatten, J. Allegretti, B. Collins, and M. Schreiber (all Deloitte) regarding information provided by Debtor accounting and tax team relating to Sears Reinsurance Company Ltd.	\$595.00	1.9	\$1,130.50
Butler, Mike	Call with S. Fielding, C. Chatten, J. Allegretti, B. Collins, J. Forrest, and M. Schreiber (all Deloitte) regarding application of consolidated tax return regulations to tax attribute reduction model.	\$595.00	1.3	\$773.50
Butler, Mike	Call with S. Fielding, C. Chatten, J. Allegretti, B. Collins, J. Forrest, and M. Schreiber (all Deloitte) regarding tax consequences of certain recent transactions of various Debtor entities.	\$595.00	0.7	\$416.50
Chatten, Colin	Call with S. Fielding, J. Allegretti, B. Collins, M. Schreiber (all Deloitte), and E. Remijan (Weil) regarding status and timing of certain restructuring transactions involving Sears Reinsurance Company Ltd.	\$325.00	0.3	\$97.50
Chatten, Colin	Call with S. Fielding, M. Butler, and J. Allegretti (all Deloitte) to update tax attribute reduction model pursuant to comments from internal review.	\$325.00	0.8	\$260.00
Chatten, Colin	Call with S. Fielding, M. Butler, J. Allegretti, and J. Dempsey (all Deloitte) regarding application of Treasury Regulation Section 1.1502-11 to tax attribute reduction model.	\$325.00	0.4	\$130.00
Chatten, Colin	Call with S. Fielding, M. Butler, J. Allegretti, B. Collins, and M. Schreiber (all Deloitte) regarding information provided by Debtor accounting and tax team relating to Sears Reinsurance Company Ltd.	\$325.00	0.9	\$292.50

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/31/2019				
Chatten, Colin	Call with S. Fielding, M. Butler, J. Allegretti, B. Collins, J. Forrest, and M. Schreiber (all Deloitte) regarding application of consolidated tax return regulations to tax attribute reduction model.	\$325.00	1.3	\$422.50
Chatten, Colin	Call with S. Fielding, M. Butler, J. Allegretti, B. Collins, J. Forrest, and M. Schreiber (all Deloitte) regarding tax consequences of certain recent transactions of various Debtor entities	\$325.00	0.7	\$227.50
Chatten, Colin	Prepare updated schedule of intercompany balances for tax profile summary slides with J. Allegretti (Deloitte).	\$325.00	0.5	\$162.50
Chatten, Colin	Prepare updated schedule of intercompany balances for tax profile summary slides.	\$325.00	1.8	\$585.00
Chatten, Colin	Meeting with S. Fielding, and J. Allegretti (both Deloitte) regarding latest revisions to tax attribute reduction model.	\$325.00	2.9	\$942.50
Chatten, Colin	Review tax attribute reduction model summary outputs to be circulated for internal review.	\$325.00	0.4	\$130.00
Chatten, Colin	Call with B. Collins, S. Fielding, J. Allegretti, and M. Schreiber (all Deloitte) reviewing the tax attribute reduction model.	\$325.00	0.8	\$260.00
Collins, Bryan	Research regarding Treasury Regulation Sections 1.1502-11, -36, and -28.	\$975.00	2.7	\$2,632.50
Collins, Bryan	Call with S. Fielding, C. Chatten, J. Allegretti, M. Schreiber (all Deloitte), and E. Remijan (Weil) regarding status and timing of certain restructuring transactions involving Sears Reinsurance Company Ltd.	\$975.00	0.3	\$292.50

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/31/2019				
Collins, Bryan	Call with S. Fielding, C. Chatten, M. Butler, J. Allegretti, and M. Schreiber (all Deloitte) regarding information provided by Debtor accounting and tax team relating to Sears Reinsurance Company Ltd.	\$975.00	0.9	\$877.50
Collins, Bryan	Call with S. Fielding, C. Chatten, M. Butler, J. Allegretti, J. Forrest, and M. Schreiber (all Deloitte) regarding application of consolidated tax return regulations to tax attribute reduction model.	\$975.00	1.3	\$1,267.50
Collins, Bryan	Call with S. Fielding, C. Chatten, M. Butler, J. Allegretti, J. Forrest, and M. Schreiber (all Deloitte) regarding application of consolidated tax return regulations to tax attribute reduction model.	\$975.00	0.5	\$487.50
Collins, Bryan	Call with S. Fielding, C. Chatten, M. Butler, J. Allegretti, J. Forrest, and M. Schreiber (all Deloitte) regarding tax consequences of certain recent transactions of various Debtor entities.	\$975.00	0.7	\$682.50
Collins, Bryan	Call with S. Fielding, J. Allegretti, and M. Schreiber (all Deloitte) reviewing the tax attribute reduction model.	\$975.00	0.8	\$780.00
Corrigan, Kevin	Review and update tax stock basis calculations.	\$595.00	2.0	\$1,190.00
Corrigan, Kevin	Review and update tax stock basis calculations.	\$595.00	2.3	\$1,368.50
Corrigan, Kevin	Review and update tax stock basis calculations.	\$595.00	2.3	\$1,368.50
Corrigan, Kevin	Review and update tax stock basis calculations.	\$595.00	2.9	\$1,725.50
Dempsey, Jacob	Call with S. Fielding, C. Chatten, M. Butler, and J. Allegretti (all Deloitte) regarding application of Treasury Regulation Section 1.1502-11 to tax attribute reduction model.	\$595.00	0.4	\$238.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/31/2019				
Espinola, Jonathan	Prepare additional revisions to state attribute reduction model based on review points from M. Paxton (Deloitte).	\$595.00	1.2	\$714.00
Espinola, Jonathan	Research Alaska's conformity to Treasury Regulation Section 1.1502-13 for tax attribute reduction model.	\$595.00	0.5	\$297.50
Espinola, Jonathan	Research Arizona's conformity to Treasury Regulation Section 1.1502-13 for tax attribute reduction model.	\$595.00	0.5	\$297.50
Espinola, Jonathan	Research California's conformity to Treasury Regulation Section 1.1502-13 for tax attribute reduction model.	\$595.00	0.5	\$297.50
Espinola, Jonathan	Research Connecticut's conformity to Treasury Regulation Section 1.1502-13 for tax attribute reduction model.	\$595.00	0.5	\$297.50
Espinola, Jonathan	Research District of Columbia's conformity to Treasury Regulation Section 1.1502-13 for attribute reduction model.	\$595.00	0.5	\$297.50
Espinola, Jonathan	Research Idaho's conformity to Treasury Regulation Section 1.1502-13 for attribute reduction model.	\$595.00	0.5	\$297.50
Espinola, Jonathan	Research Illinois' conformity to Treasury Regulation Section 1.1502-13 for attribute reduction model.	\$595.00	0.5	\$297.50
Espinola, Jonathan	Research Kansas' conformity to Treasury Regulation Section 1.1502-13 for attribute reduction model.	\$595.00	0.5	\$297.50
Espinola, Jonathan	Research Kentucky's conformity to Treasury Regulation Section 1.1502-13 for attribute reduction model.	\$595.00	0.4	\$238.00
Espinola, Jonathan	Research Maine's conformity to Treasury Regulation Section 1.1502-13 for attribute reduction model.	\$595.00	0.4	\$238.00
Espinola, Jonathan	Research Massachusetts' conformity to Treasury Regulation Section 1.1502-13 for attribute reduction model.	\$595.00	0.4	\$238.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/31/2019				
Espinola, Jonathan	Research Michigan's conformity to Treasury Regulation Section 1.1502-13 for attribute reduction model.	\$595.00	0.4	\$238.00
Espinola, Jonathan	Research Minnesota's conformity to Treasury Regulation Section 1.1502-13 for attribute reduction model.	\$595.00	0.4	\$238.00
Fairchild, Chris	Compile Alaska citations for Treasury Regulation Section 1.1502-13 conformity for state tax attribute reduction model.	\$325.00	0.2	\$65.00
Fairchild, Chris	Compile District of Columbia citations for Treasury Regulation Section 1.1502-13 conformity for state tax attribute reduction model.	\$325.00	0.2	\$65.00
Fairchild, Chris	Compile Idaho citations for Treasury Regulation Section 1.1502-13 conformity for state tax attribute reduction model.	\$325.00	0.2	\$65.00
Fairchild, Chris	Compile Kansas citations for Treasury Regulation Section 1.1502-13 conformity for state tax attribute reduction model.	\$325.00	0.2	\$65.00
Fairchild, Chris	Compile Kentucky citations for Treasury Regulation Section 1.1502-13 conformity for state tax attribute reduction model.	\$325.00	0.2	\$65.00
Fairchild, Chris	Compile Maine citations for Treasury Regulation Section 1.1502-13 conformity for state tax attribute reduction model.	\$325.00	0.2	\$65.00
Fairchild, Chris	Compile Montana citations for Treasury Regulation Section 1.1502-13 conformity for state tax attribute reduction model.	\$325.00	0.2	\$65.00
Fairchild, Chris	Compile North Dakota citations for Treasury Regulation Section 1.1502-13 conformity for state tax attribute reduction model.	\$325.00	0.2	\$65.00
Fairchild, Chris	Research for Virginia real property apportionment.	\$325.00	0.5	\$162.50

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/31/2019				
Fairchild, Chris	Research real property apportionment in West Virginia.	\$325.00	0.4	\$130.00
Fairchild, Chris	Research real property apportionment in Wisconsin	\$325.00	0.5	\$162.50
Fielding, Stephen	Call with C. Chatten, J. Allegretti, B. Collins, M. Schreiber (all Deloitte), and E. Remijan (Weil) regarding status and timing of certain restructuring transactions involving Sears Reinsurance Company Ltd.	\$595.00	0.3	\$178.50
Fielding, Stephen	Call with C. Chatten, M. Butler, and J. Allegretti (all Deloitte) to update tax attribute reduction model pursuant to comments from internal review.	\$595.00	0.8	\$476.00
Fielding, Stephen	Call with C. Chatten, M. Butler, J. Allegretti, and J. Dempsey (all Deloitte) regarding application of Treasury Regulation Section 1.1502-11 to tax attribute reduction model.	\$595.00	0.4	\$238.00
Fielding, Stephen	Call with C. Chatten, M. Butler, J. Allegretti, B. Collins, and M. Schreiber (all Deloitte) regarding information provided by Debtor accounting and tax team relating to Sears Reinsurance Company Ltd.	\$595.00	0.9	\$535.50
Fielding, Stephen	Call with C. Chatten, M. Butler, J. Allegretti, B. Collins, J. Forrest, and M. Schreiber (all Deloitte) regarding application of consolidated tax return regulations to tax attribute reduction model.	\$595.00	1.3	\$773.50
Fielding, Stephen	Call with C. Chatten, M. Butler, J. Allegretti, B. Collins, J. Forrest, and M. Schreiber (all Deloitte) regarding tax consequences of certain recent transactions of various Debtor entities.	\$595.00	0.7	\$416.50
Fielding, Stephen	Meeting with J. Allegretti and C. Chatten (both Deloitte) regarding latest revisions to tax attribute reduction model.	\$595.00	2.9	\$1,725.50

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/31/2019				
Fielding, Stephen	Meeting with J. Allegretti (all Deloitte) to discuss calculations resulting in potential excess loss accounts.	\$595.00	0.3	\$178.50
Fielding, Stephen	Call with B. Collins, J. Allegretti, C. Chatten, and M. Schreiber (all Deloitte) reviewing the tax attribute reduction model.	\$595.00	0.8	\$476.00
Forrest, Jonathan	Call with S. Fielding, C. Chatten, M. Butler, J. Allegretti, B. Collins, and M. Schreiber (all Deloitte) regarding application of consolidated tax return regulations to tax attribute reduction model.	\$975.00	1.3	\$1,267.50
Forrest, Jonathan	Call with S. Fielding, C. Chatten, M. Butler, J. Allegretti, B. Collins, and M. Schreiber (all Deloitte) regarding tax consequences of certain recent transactions of various Debtor entities.	\$975.00	0.7	\$682.50
Forrest, Jonathan	Review tax attribute reduction model.	\$975.00	2.4	\$2,340.00
Hoffman, David	Discuss tax attribute reduction model and updates on Weil meeting with E. Tzavelis (Deloitte).	\$850.00	0.5	\$425.00
Huston, Michael	Review additional changes made to tax basis balance sheet computations from the day before.	\$850.00	0.4	\$340.00
Pauls, William	Attend interoffice conference with B. Collins and J. Forrest (both Deloitte); review correspondence from B. Collins and R. Boyle (Sears) and respond to the same; review authorities and background materials.	\$975.00	1.5	\$1,462.50
Schreiber, Mendy	Call with S. Fielding, C. Chatten, J. Allegretti, B. Collins (all Deloitte), and E. Remijan (Weil) regarding status and timing of certain restructuring transactions involving Sears Reinsurance Company Ltd	\$450.00	0.3	\$135.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
01/31/2019				
Schreiber, Mendy	Call with S. Fielding, C. Chatten, M. Butler, J. Allegretti, and B. Collins (all Deloitte) regarding information provided by Debtor accounting and tax team relating to Sears Reinsurance Company Ltd.	\$450.00	0.9	\$405.00
Schreiber, Mendy	Call with S. Fielding, C. Chatten, M. Butler, J. Allegretti, B. Collins, and J. Forrest (all Deloitte) regarding application of consolidated tax return regulations to tax attribute reduction model.	\$450.00	1.3	\$585.00
Schreiber, Mendy	Meeting with B. Collins (Deloitte) reviewing the tax attribute reduction model.	\$450.00	0.5	\$225.00
Schreiber, Mendy	Call with S. Fielding, C. Chatten, M. Butler, J. Allegretti, B. Collins, and J. Forrest (all Deloitte) regarding tax consequences of certain recent transactions of various Debtor entities.	\$450.00	0.7	\$315.00
Schreiber, Mendy	Call with B. Collins, S. Fielding, J. Allegretti, and C. Chatten (all Deloitte) reviewing the tax attribute reduction model	\$450.00	0.8	\$360.00
Schreiber, Mendy	Research application Treasury Regulation Section 1.1502-11(c) and 1.1502-28.	\$450.00	1.5	\$675.00
Subtotal for Tax Restructuring Services:			1,587.1	\$912,370.50

Tax Transaction Services

01/02/2019

Wrobel, Alex	Discuss debt modifications and Form 1099 reporting with H. Yanchisin (Deloitte).	\$210.00	0.8	\$168.00
Wrobel, Alex	Run calculation to determine whether upfront fees are de minimis in regards to amendments	\$210.00	0.5	\$105.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Transaction Services</i>				
01/02/2019				
	Yanchisin, Helen Discussion debt modifications and Form 1099 reporting with A. Wrobel (Deloitte)	\$625.00	0.8	\$500.00
01/03/2019				
	Wrobel, Alex Discuss debt modifications and Form 1099 reporting with H. Yanchisin (Deloitte)	\$210.00	1.2	\$252.00
	Yanchisin, Helen Discuss debt modifications and Form 1099 reporting with A. Wrobel (Deloitte)	\$625.00	1.2	\$750.00
01/04/2019				
	Wrobel, Alex Update summary of debt modifications and Form 1099 reporting	\$210.00	0.5	\$105.00
01/09/2019				
	Wrobel, Alex Update debt summary and draft related email correspondence to R. Boyle (Sears).	\$210.00	0.5	\$105.00
01/10/2019				
	Wrobel, Alex Call with R. Boyle (Sears) and H. Yanchisin (Deloitte) to discuss reporting on information needed for Forms 1099-INT and 1099-OID	\$210.00	0.9	\$189.00
	Yanchisin, Helen Call with R. Boyle (Sears) and A. Wrobel (Deloitte) to discuss reporting on and information needed for 1099-OID and 1099-INT forms	\$625.00	0.9	\$562.50
01/17/2019				
	Wrobel, Alex Review original issue discount calculations and interest amounts for Form 1099 reporting.	\$210.00	3.0	\$630.00
01/21/2019				
	Wrobel, Alex Review information provided by Debtor management and update related schedules.	\$210.00	3.0	\$630.00
01/25/2019				
	Wrobel, Alex Analyze Form 1099 reporting calculations.	\$210.00	1.0	\$210.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Date	Description	Rate	Hours	Fees
<i>Tax Transaction Services</i>				
01/26/2019				
Wrobel, Alex	Analyze Form 1099 reporting calculations	\$210.00	2.0	\$420.00
01/27/2019				
Wrobel, Alex	Analyze Form 1099 original issue discount reporting calculations	\$210.00	4.0	\$840.00
01/28/2019				
Wrobel, Alex	Update Form 1099 reporting calculations	\$210.00	3.0	\$630.00
01/29/2019				
Wrobel, Alex	Update and review Form 1099 original issue discount schedules for reporting purposes	\$210.00	4.0	\$840.00
Yanchisin, Helen	Review calculations for 1099-OID and 1099-INT with respect to loans with JPP entities and Cyrus	\$625.00	1.0	\$625.00
Subtotal for Tax Transaction Services:			28.3	\$7,561.50
Total			1,793.5	\$1,020,102.00

Adjustment50% Non-Working Travel Reduction (\$44,235.00)**Adjustment Subtotal :****Total** (\$44,235.00)**1,793.5** **\$975,867.00****Recapitulation**

Name	Rate	Hours	Fees
Blinder, Michael	\$975.00	0.9	\$877.50
Bryan, Michael	\$975.00	0.3	\$292.50
Collins, Bryan	\$975.00	119.7	\$116,707.50
Drigotas, Elizabeth	\$975.00	0.4	\$390.00
Forrest, Jonathan	\$975.00	82.1	\$80,047.50

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Recapitulation

Name	Rate	Hours	Fees
Pauls, William	\$975.00	7.0	\$6,825.00
Hermanson, Tom	\$850.00	2.8	\$2,380.00
Hoffman, David	\$850.00	28.2	\$23,970.00
Huston, Michael	\$850.00	2.9	\$2,465.00
Sullivan, Brian	\$850.00	35.5	\$30,175.00
Tarrant, Steve	\$850.00	1.4	\$1,190.00
Tzavelis, Elias	\$850.00	122.9	\$104,465.00
Newport, Cathy	\$725.00	22.0	\$15,950.00
Omar, Fatin	\$725.00	9.9	\$7,177.50
Paxton, Michael	\$725.00	8.1	\$5,872.50
Savage, Tara	\$725.00	1.8	\$1,305.00
Wood, Robert	\$725.00	0.4	\$290.00
Yanchisin, Helen	\$625.00	3.9	\$2,437.50
Baily, Brianna	\$595.00	75.3	\$44,803.50
Blackwell, Chris	\$595.00	0.3	\$178.50
Brenner, Myles	\$595.00	0.4	\$238.00
Butler, Mike	\$595.00	210.6	\$125,307.00
Byun, Lydia	\$595.00	5.4	\$3,213.00
Corrigan, Kevin	\$595.00	66.1	\$39,329.50
Dempsey, Jacob	\$595.00	18.9	\$11,245.50
Espinola, Jonathan	\$595.00	75.2	\$44,744.00
Fielding, Stephen	\$595.00	148.2	\$88,179.00
Lowry, Jamie	\$595.00	3.0	\$1,785.00
Ahmadi, Cyavash	\$450.00	0.8	\$360.00
Browning, Maria	\$450.00	95.0	\$42,750.00
Feldscher, Taylor	\$450.00	8.1	\$3,645.00
Ko, Youngbok	\$450.00	4.5	\$2,025.00
Maxey, Tim	\$450.00	8.3	\$3,735.00
Patel, Ankur	\$450.00	8.7	\$3,915.00

Sears Holdings Corporation**Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

January 01, 2019 - January 31, 2019

Recapitulation

Name	Rate	Hours	Fees
Schreiber, Mendy	\$450.00	39.4	\$17,730.00
Abrom, Carisa	\$325.00	36.0	\$11,700.00
Allegretti, Joe	\$325.00	239.9	\$77,967.50
Atwal, Justin	\$325.00	62.6	\$20,345.00
Campbell, Anthony	\$325.00	2.0	\$650.00
Chatten, Colin	\$325.00	187.9	\$61,067.50
Elandary, Hannah	\$325.00	0.8	\$260.00
Fairchild, Chris	\$325.00	3.5	\$1,137.50
Hospodarsky, Sara	\$325.00	15.9	\$5,167.50
Hybl, Claire	\$325.00	1.5	\$487.50
Kim, Charlie	\$325.00	0.6	\$195.00
Wrobel, Alex	\$210.00	24.4	\$5,124.00
50% Non-Working Travel Reduction			(\$44,235.00)
Total		1,793.5	\$975,867.00

Sears Holdings Corporation

Deloitte Tax LLP

Expenses Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Category	Date	Description	Amount
<i>Airfare</i>			
Browning, Maria	01/04/2019	Roundtrip coach airfare from New York, NY to Chicago, IL	\$564.71
Fielding, Stephen	01/04/2019	Roundtrip coach airfare from New York, NY to Chicago, IL	\$693.10
Tzavelis, Elias	01/04/2019	Change fee for coach airfare from New York, NY to Chicago, IL	\$87.98
Baily, Brianna	01/05/2019	Roundtrip coach airfare from Newark, NJ to Chicago, IL	\$776.35
Chatten, Colin	01/05/2019	Roundtrip coach airfare from New York, NY to Chicago, IL	\$693.10
Collins, Bryan	01/05/2019	Roundtrip coach airfare from Washington, DC to Chicago, IL	\$440.60
Forrest, Jonathan	01/07/2019	Roundtrip coach airfare from Washington, DC to Chicago, IL	\$400.60
Allegretti, Joe	01/09/2019	Roundtrip coach airfare from Chicago, IL to New York, NY	\$421.56
Butler, Mike	01/09/2019	Roundtrip coach airfare from Chicago, IL to New York, NY	\$432.63
Allegretti, Joe	01/10/2019	Roundtrip coach airfare from Chicago, IL to New York, NY	\$373.09
Butler, Mike	01/10/2019	Roundtrip coach airfare from Chicago, IL to New York, NY	\$250.55
Collins, Bryan	01/17/2019	Roundtrip coach airfare from Washington, DC to New York, NY	\$242.15
Sullivan, Brian	01/18/2019	Roundtrip coach airfare from Atlanta, GA to New York, NY	\$525.86
Allegretti, Joe	01/19/2019	Roundtrip coach airfare from Chicago, IL to New York, NY	\$351.10
Butler, Mike	01/19/2019	Roundtrip coach airfare from Chicago, IL to New York, NY	\$351.10
Collins, Bryan	01/21/2019	Roundtrip coach airfare from Washington, DC to New York, NY	\$268.26
Forrest, Jonathan	01/22/2019	Roundtrip coach airfare from Washington, DC to New York, NY	\$265.10

Sears Holdings Corporation

Deloitte Tax LLP

Expenses Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Category	Date	Description	Amount
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Airfare

Hoffman, David	01/22/2019	Roundtrip coach airfare from Chicago, IL to New York, NY	\$450.00
Allegretti, Joe	01/25/2019	Roundtrip coach airfare from Chicago, IL to New York, NY	\$415.25
Butler, Mike	01/25/2019	Roundtrip coach airfare from Chicago, IL to New York, NY	\$467.65
Collins, Bryan	01/27/2019	Roundtrip coach airfare from Washington, DC to New York, NY	\$829.30
Allegretti, Joe	01/29/2019	Roundtrip coach airfare from Chicago, IL to New York, NY	\$200.00
Allegretti, Joe	01/31/2019	One-way coach airfare from Atlanta, GA to Newark, NJ	\$450.00
Subtotal for Airfare:			\$9,950.04

Auto Parking

Forrest, Jonathan	01/09/2019	Parking at DCA airport for 2 days	\$49.00
Baily, Brianna	01/14/2019	Parking expense for 1 day	\$21.00
Forrest, Jonathan	01/24/2019	Parking at Reagan Airport for 2 days	\$50.00
Sullivan, Brian	01/24/2019	Parking at ATL Airport for 1 day	\$28.50
Baily, Brianna	01/30/2019	Parking expense for 1 day	\$21.00
Subtotal for Auto Parking:			\$169.50

Hotel

Browning, Maria	01/07/2019	Hotel room charge in Chicago, IL (Marriott)	\$119.00
Browning, Maria	01/07/2019	Hotel room tax charge in Chicago, IL (Marriott)	\$15.47
Chatten, Colin	01/07/2019	Hotel room charge in Hoffman Estates, IL (Marriott)	\$134.47
Collins, Bryan	01/07/2019	Hotel room tax charge in Chicago, IL (Marriott)	\$19.31
Collins, Bryan	01/07/2019	Hotel room charge in Hoffman Estates, IL (Marriott)	\$115.00

Sears Holdings Corporation

Deloitte Tax LLP

Expenses Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Category	Date	Description	Amount
<i>Hotel</i>			
Fielding, Stephen	01/07/2019	Hotel room charge in Chicago, IL (Marriott)	\$115.00
Fielding, Stephen	01/07/2019	Hotel room tax charge in Chicago, IL (W Hotel)	\$14.95
Tzavelis, Elias	01/07/2019	Hotel room charge in Hoffman Estates, IL (Marriott)	\$119.00
Tzavelis, Elias	01/07/2019	Hotel room tax charge in New York, NY (Marquis)	\$15.47
Baily, Brianna	01/08/2019	Hotel room charge in Chicago, IL (JW Marriott)	\$245.00
Baily, Brianna	01/08/2019	Hotel room tax charge in Chicago, IL (JW Marriott)	\$42.64
Browning, Maria	01/08/2019	Hotel room charge in Chicago, IL (JW Marriott)	\$245.00
Browning, Maria	01/08/2019	Hotel room tax charge in Chicago, IL (Marriott)	\$42.64
Chatten, Colin	01/08/2019	Hotel room charge in Chicago, IL (JW Marriott)	\$245.00
Chatten, Colin	01/08/2019	Hotel room tax charge in Chicago, IL (JW Marriott)	\$44.02
Collins, Bryan	01/08/2019	Hotel room charge in Chicago, IL (JW Marriott)	\$245.00
Collins, Bryan	01/08/2019	Hotel room tax charge in Hoffman Estates, IL (Marriott)	\$42.64
Fielding, Stephen	01/08/2019	Hotel room charge in Chicago, IL (JW Marriott)	\$245.00
Fielding, Stephen	01/08/2019	Hotel room tax charge in Hoffman Estates, IL (Marriott)	\$42.64
Forrest, Jonathan	01/08/2019	Hotel room charge in Chicago, IL (JW Marriott)	\$245.00
Forrest, Jonathan	01/08/2019	Hotel room tax charge in Chicago, IL (JW Marriott)	\$42.64
Tzavelis, Elias	01/08/2019	Hotel room charge in Chicago, IL (JW Marriott)	\$245.00
Tzavelis, Elias	01/08/2019	Hotel room tax charge in Hoffman Estates, IL (Marriott)	\$42.64
Allegretti, Joe	01/13/2019	Hotel room tax charge in New York, NY (Ritz Carlton)	\$117.62
Allegretti, Joe	01/13/2019	Hotel room charge in New York, NY (Ritz Carlton - discounted) - 2 nights	\$592.00
Butler, Mike	01/13/2019	Hotel room charge in New York, NY (Ritz Carlton)	\$375.00
Butler, Mike	01/13/2019	Hotel room tax charge in New York, NY (Ritz Carlton - discounted)	\$296.00
Butler, Mike	01/14/2019	Hotel room tax charge in New York, NY (Ritz Carlton)	\$58.81

Sears Holdings Corporation

Deloitte Tax LLP

Expenses Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Category	Date	Description	Amount
<i>Hotel</i>			
Butler, Mike	01/14/2019	Hotel room charge in New York, NY (Ritz Carlton - discounted)	\$296.00
Allegretti, Joe	01/22/2019	Hotel room charge in New York, NY (JW Marriott)	\$296.00
Allegretti, Joe	01/22/2019	Hotel room tax charge in New York, NY (JW Marriott)	\$47.16
Allegretti, Joe	01/22/2019	Hotel room tax charge in Chicago, IL (JW Marriott)	\$15.99
Butler, Mike	01/22/2019	Hotel room charge in New York, NY (JW Marriott)	\$296.00
Butler, Mike	01/22/2019	Hotel room tax charge in New York, NY (JW Marriott)	\$47.16
Collins, Bryan	01/22/2019	Hotel room tax charge in Chicago, IL (JW Marriott)	\$19.38
Collins, Bryan	01/22/2019	Hotel room charge in New York, NY (Marquis)	\$119.50
Sullivan, Brian	01/22/2019	Hotel room charge in New York, NY (Marquis)	\$124.50
Sullivan, Brian	01/22/2019	Hotel room tax charge in New York, NY (JW Marriott)	\$20.11
Allegretti, Joe	01/23/2019	Hotel room charge in New York, NY (JW Marriott)	\$296.00
Allegretti, Joe	01/23/2019	Hotel room tax charge in New York, NY (JW Marriott)	\$47.16
Butler, Mike	01/23/2019	Hotel room charge in New York, NY (JW Marriott)	\$296.00
Butler, Mike	01/23/2019	Hotel room tax charge in New York, NY (JW Marriott)	\$47.16
Collins, Bryan	01/23/2019	Hotel room charge in New York, NY (Marquis)	\$119.50
Collins, Bryan	01/23/2019	Hotel room tax charge in New York, NY (Marquis)	\$19.38
Forrest, Jonathan	01/23/2019	Hotel room charge in New York, NY (Residence Inn)	\$159.00
Forrest, Jonathan	01/23/2019	Hotel room tax charge in Chicago, IL (JW Marriott)	\$28.95
Hoffman, David	01/23/2019	Hotel room charge in New York, NY (JW Marriott)	\$296.00
Hoffman, David	01/23/2019	Hotel room tax charge in New York, NY (Hilton)	\$47.16
Sullivan, Brian	01/23/2019	Hotel room charge in New York, NY (Marquis)	\$124.50
Sullivan, Brian	01/23/2019	Hotel room tax charge in New York, NY (Marquis)	\$20.11
Allegretti, Joe	01/24/2019	Hotel room charge in New York, NY (JW Marriott)	\$296.00
Allegretti, Joe	01/24/2019	Hotel room tax charge in New York, NY (JW Marriott)	\$47.16

Sears Holdings Corporation

Deloitte Tax LLP

Expenses Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Category	Date	Description	Amount
<i>Hotel</i>			
Butler, Mike	01/24/2019	Hotel room charge in New York, NY (JW Marriott)	\$296.00
Butler, Mike	01/24/2019	Hotel room tax charge in New York, NY (JW Marriott)	\$47.16
Collins, Bryan	01/24/2019	Hotel room charge in New York, NY (Marquis)	\$114.50
Collins, Bryan	01/24/2019	Hotel room tax charge in New York, NY (Marquis)	\$18.64
Allegretti, Joe	01/27/2019	Hotel room charge in New York, NY (JW Marriott)	\$296.00
Allegretti, Joe	01/27/2019	Hotel room tax charge in New York, NY (JW Marriott)	\$47.16
Butler, Mike	01/27/2019	Hotel room charge in New York, NY (JW Marriott)	\$296.00
Butler, Mike	01/27/2019	Hotel room tax charge in New York, NY (JW Marriott)	\$47.16
Allegretti, Joe	01/28/2019	Hotel room charge in New York, NY (JW Marriott)	\$296.00
Allegretti, Joe	01/28/2019	Hotel room tax charge in New York, NY (JW Marriott)	\$47.16
Butler, Mike	01/28/2019	Hotel room charge in New York, NY (JW Marriott)	\$296.00
Butler, Mike	01/28/2019	Hotel room tax charge in New York, NY (JW Marriott)	\$47.16
Allegretti, Joe	01/29/2019	Hotel room charge in New York, NY (JW Marriott)	\$296.00
Allegretti, Joe	01/29/2019	Hotel room tax charge in New York, NY (JW Marriott)	\$47.16
Butler, Mike	01/29/2019	Hotel room tax charge in New York, NY (JW Marriott)	\$47.16
Butler, Mike	01/29/2019	Hotel room charge in New York, NY (JW Marriott)	\$296.00
Collins, Bryan	01/29/2019	Hotel room charge in New York, NY (JW Marriott)	\$296.00
Collins, Bryan	01/29/2019	Hotel room tax charge in New York, NY (Marquis)	\$49.16
Forrest, Jonathan	01/29/2019	Hotel room charge in New York, NY (Hilton)	\$270.00
Forrest, Jonathan	01/29/2019	Hotel room tax charge in New York, NY (Hilton)	\$43.33
Allegretti, Joe	01/30/2019	Hotel room charge in New York, NY (JW Marriott)	\$296.00
Allegretti, Joe	01/30/2019	Hotel room tax charge in New York, NY (JW Marriott)	\$47.16
Butler, Mike	01/30/2019	Hotel room charge in New York, NY (JW Marriott)	\$296.00

Sears Holdings Corporation

Deloitte Tax LLP

Expenses Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Category	Date	Description	Amount
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Hotel

Butler, Mike	01/30/2019	Hotel room tax charge in New York, NY (JW Marriott)	\$47.16
Allegretti, Joe	01/31/2019	Hotel room charge in New York, NY (JW Marriott)	\$296.00
Allegretti, Joe	01/31/2019	Hotel room tax charge in New York, NY (JW Marriott)	\$47.16
Subtotal for Hotel:			\$11,471.07

Internet Access While Traveling

Chatten, Colin	01/07/2019	In-flight internet access while traveling to perform client work	\$17.99
Collins, Bryan	01/07/2019	In-flight internet access while traveling to perform client work	\$8.99
Chatten, Colin	01/09/2019	In-flight internet access while traveling to perform client work	\$12.99
Corrigan, Kevin	01/10/2019	In-flight internet access while traveling to perform client work	\$16.00
Butler, Mike	01/22/2019	In-flight internet access while traveling to perform client work	\$29.00
Butler, Mike	01/22/2019	In-flight internet access while traveling to perform client work	\$15.99
Hoffman, David	01/24/2019	In-flight internet access while traveling to perform client work	\$11.99
Sullivan, Brian	01/24/2019	In-flight internet access while traveling to perform client work	\$10.00
Allegretti, Joe	01/25/2019	In-flight internet access while traveling to perform client work	\$12.99
Allegretti, Joe	01/27/2019	In-flight internet access while traveling to perform client work	\$15.99
Butler, Mike	01/27/2019	In-flight internet access while traveling to perform client work	\$15.99
Butler, Mike	01/31/2019	In-flight internet access while traveling to perform client work	\$29.95

Sears Holdings Corporation

Deloitte Tax LLP

Expenses Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Category	Date	Description	Amount
Subtotal for Internet Access While Traveling:			\$197.87
Meals			
Allegretti, Joe	01/07/2019	Travel Meal - Breakfast in Hoffman Estates, IL	\$12.99
Butler, Mike	01/07/2019	Travel Meal - Breakfast in Chicago, IL	\$8.59
Collins, Bryan	01/07/2019	Travel Meal - Lunch in Hoffman Estates, IL (8 Attendees - E. Tzavelis, S. Fielding, M. Browning, C. Chatten, B. Collins, B. Baily, M. Butler, and J. Allegretti)	\$80.20
Collins, Bryan	01/07/2019	Travel Meal - Breakfast at Washington, DC Airport	\$2.86
Allegretti, Joe	01/08/2019	Travel Meal - Dinner in Hoffman Estates, IL	\$29.35
Baily, Brianna	01/08/2019	Travel Meal - Lunch in Chicago, IL	\$22.35
Butler, Mike	01/08/2019	Travel Meal - Dinner in Chicago, IL	\$45.68
Fielding, Stephen	01/08/2019	Travel Meal - Breakfast in Newark, NJ (J. Allegretti, M. Browning, S. Fielding)	\$32.93
Tzavelis, Elias	01/08/2019	Travel Meal - Lunch in Chicago, IL (B. Collins, J. Forrest, E. Tzavelis, S. Fielding, M. Browning, M. Butler, J. Allegretti, C. Chatten)	\$94.22
Tzavelis, Elias	01/08/2019	Breakfast in Chicago, IL (4 Attendees - E. Tzavelis, S. Fielding, M. Browning, and C. Chatten)	\$60.00
Baily, Brianna	01/09/2019	Travel Meal - Breakfast in Newark, NJ	\$11.27
Forrest, Jonathan	01/09/2019	Travel Meal - Dinner in Chicago, IL	\$24.13
Forrest, Jonathan	01/09/2019	Travel Meal - Breakfast in Chicago, IL	\$14.75
Butler, Mike	01/13/2019	Travel Meal - Dinner at Detroit Airport	\$37.62
Allegretti, Joe	01/14/2019	Travel Meal - Dinner in New York, NY	\$39.92
Allegretti, Joe	01/14/2019	Travel Meal - Lunch in New York, NY	\$15.46
Baily, Brianna	01/14/2019	Travel Meal - Lunch in New York, NY	\$16.60
Butler, Mike	01/14/2019	Travel Meal - Breakfast in New York, NY	\$15.00
Butler, Mike	01/14/2019	Travel Meal - Lunch in New York, NY	\$12.79
Allegretti, Joe	01/15/2019	Travel Meal - Breakfast in New York, NY	\$7.79
Butler, Mike	01/15/2019	Travel Meal - Dinner in New York, NY	\$50.00
Butler, Mike	01/15/2019	Travel Meal - Lunch in New York, NY	\$25.00

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Expenses Sorted by Category for the Fee Period

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Category	Date	Description	Amount
<i>Meals</i>			
Butler, Mike	01/15/2019	Travel Meal - Breakfast in New York, NY	\$11.56
Allegretti, Joe	01/16/2019	Travel Meal - Breakfast in New York, NY (M. Butler, J. Allegretti)	\$34.60
Butler, Mike	01/16/2019	Travel Meal - Dinner in Chicago, IL (M. Butler, J. Allegretti)	\$53.95
Collins, Bryan	01/17/2019	Travel Meal - Lunch in McLean, VA	\$13.37
Butler, Mike	01/20/2019	Travel Meal - Dinner in Chicago, IL	\$18.54
Butler, Mike	01/21/2019	Travel Meal - Dinner in Chicago, IL	\$16.72
Butler, Mike	01/21/2019	Travel Meal - Lunch in Chicago, IL	\$10.55
Butler, Mike	01/21/2019	Travel Meal - Breakfast in Chicago, IL	\$7.12
Collins, Bryan	01/21/2019	Travel Meal - Washington, DC	\$16.43
Dempsey, Jacob	01/21/2019	Afterhours Meal - Dinner in Atlanta, GA	\$25.00
Allegretti, Joe	01/22/2019	Travel Meal - Dinner in New York, NY	\$25.00
Allegretti, Joe	01/22/2019	Travel Meal - Breakfast in New York, NY	\$15.00
Butler, Mike	01/22/2019	Travel Meal - Dinner in New York, NY	\$50.00
Butler, Mike	01/22/2019	Travel Meal - Lunch in New York, NY	\$28.30
Allegretti, Joe	01/23/2019	Travel Meal - Breakfast in New York, NY	\$15.00
Allegretti, Joe	01/23/2019	Travel Meal - Lunch in New York, NY	\$14.49
Butler, Mike	01/23/2019	Travel Meal - Dinner in New York, NY (M. Butler, J. Allegretti)	\$77.33
Butler, Mike	01/23/2019	Travel Meal - Lunch in New York, NY	\$16.01
Butler, Mike	01/23/2019	Travel Meal - Breakfast in New York, NY	\$4.34
Collins, Bryan	01/23/2019	Travel Meal - Breakfast in New York, NY	\$5.78
Forrest, Jonathan	01/23/2019	Travel Meal - Lunch in Chicago, IL	\$18.20
Collins, Bryan	01/24/2019	Travel Meal - Dinner in New York, NY	\$50.00
Collins, Bryan	01/24/2019	Travel Meal - Breakfast in New York, NY	\$2.89
Forrest, Jonathan	01/24/2019	Travel Meal - Dinner in Chicago, IL	\$18.00
Allegretti, Joe	01/25/2019	Travel Meal - Lunch in New York, NY	\$13.52
Butler, Mike	01/25/2019	Travel Meal - Dinner in New York, NY (M. Butler, J. Allegretti)	\$70.80
Butler, Mike	01/25/2019	Travel Meal - Lunch in New York, NY	\$20.58

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Category	Date	Description	Amount
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Meals

Allegretti, Joe	01/27/2019	Travel Meal - Dinner in New York, NY	\$50.00
Butler, Mike	01/27/2019	Travel Meal - Dinner in New York, NY	\$47.00
Allegretti, Joe	01/28/2019	Travel Meal - Breakfast in New York, NY	\$15.00
Butler, Mike	01/28/2019	Travel Meal - Breakfast in New York, NY	\$4.67
Allegretti, Joe	01/29/2019	Travel Meal - Breakfast in New York, NY	\$15.00
Butler, Mike	01/29/2019	Travel Meal - Breakfast in New York, NY	\$10.87
Collins, Bryan	01/29/2019	Travel Meal - Dinner in New York, NY	\$25.82
Forrest, Jonathan	01/29/2019	Travel Meal - Dinner in New York, NY	\$17.42
Butler, Mike	01/30/2019	Travel Meal - Dinner in New York, NY	\$50.00
Collins, Bryan	01/30/2019	Travel Meal - Dinner in New York, NY	\$40.51
Collins, Bryan	01/30/2019	Travel Meal - Breakfast in New York, NY	\$14.38
Forrest, Jonathan	01/30/2019	Travel Meal - Breakfast in New York, NY	\$15.00
Butler, Mike	01/31/2019	Travel Meal - Dinner in Chicago, IL	\$21.66
Subtotal for Meals:			\$1,639.91

Transportation

Allegretti, Joe	01/07/2019	Taxi from Chicago, IL to Hoffman Estates, IL	\$132.30
Chatten, Colin	01/07/2019	Taxi from New York, NY to EWR airport	\$25.18
Collins, Bryan	01/07/2019	Taxi from home to IAD airport	\$74.12
Fielding, Stephen	01/07/2019	Taxi from New York, NY to EWR airport	\$107.04
Fielding, Stephen	01/07/2019	Taxi from EWR airport to New York, NY	\$79.98
Allegretti, Joe	01/08/2019	Taxi from Hoffman Estates, IL to Chicago, IL	\$103.41
Baily, Brianna	01/08/2019	Taxi from airport to Deloitte office	\$78.00
Browning, Maria	01/08/2019	Taxi from ORD airport to Hoffman Estates, IL	\$98.48
Browning, Maria	01/08/2019	Taxi from Hoffman Estates, IL to Chicago, IL	\$95.87
Browning, Maria	01/08/2019	Taxi from New York, NY to LGA Airport	\$36.19
Collins, Bryan	01/08/2019	Taxi from ORD Airport to Hoffman Estates, IL	\$45.26
Forrest, Jonathan	01/08/2019	Taxi from ORD airport to Hoffman Estates, IL	\$55.20
Browning, Maria	01/09/2019	Taxi from Chicago, IL to ORD Airport	\$56.53

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Category	Date	Description	Amount
<i>Transportation</i>			
Browning, Maria	01/09/2019	Taxi from LGA Airport to New York, NY	\$35.28
Chatten, Colin	01/09/2019	Taxi from Chicago, IL to ORD airport	\$62.98
Collins, Bryan	01/10/2019	Taxi from IAD airport to home	\$74.12
Fielding, Stephen	01/10/2019	Taxi from ORD airport to Hoffman Estates, IL	\$69.98
Butler, Mike	01/11/2019	Taxi from ORD airport to Chicago, IL.	\$38.04
Chatten, Colin	01/11/2019	Afterhours taxi from Deloitte office to home (New York, NY)	\$58.51
Allegretti, Joe	01/13/2019	Taxi from Chicago, IL to ORD Airport	\$55.71
Butler, Mike	01/13/2019	Taxi from LGA airport to New York, NY.	\$46.27
Allegretti, Joe	01/14/2019	Taxi from LGA airport to New York, NY	\$40.29
Chatten, Colin	01/14/2019	Taxi from Deloitte office to dinner (New York, NY)	\$28.24
Allegretti, Joe	01/15/2019	Taxi from New York, NY to LGA airport.	\$49.45
Butler, Mike	01/15/2019	Taxi from ORD airport to Chicago, IL	\$56.90
Allegretti, Joe	01/16/2019	Taxi from ORD Airport to Chicago, IL	\$69.06
Allegretti, Joe	01/22/2019	Taxi from Chicago, IL to ORD Airport	\$112.00
Hoffman, David	01/22/2019	Car service from EWR airport to New York, NY	\$82.88
Collins, Bryan	01/23/2019	Taxi from EWR airport to New York, NY	\$44.23
Forrest, Jonathan	01/23/2019	Taxi from LGA airport to New York, NY	\$78.17
Forrest, Jonathan	01/24/2019	Taxi from Washington Union Station to DCA airport.	\$20.60
Forrest, Jonathan	01/24/2019	Taxi from Chicago, IL to ORD airport.	\$30.30
Forrest, Jonathan	01/24/2019	Train from New York Penn Station to Washington Union Station	\$192.00
Hoffman, David	01/24/2019	Car service from Chicago, IL to ORD airport	\$91.79
Hoffman, David	01/24/2019	Taxi from New York, NY to LGA airport	\$72.34
Sullivan, Brian	01/24/2019	Taxi from New York, NY to LGA airport	\$22.91
Allegretti, Joe	01/25/2019	Taxi from New York, NY to LGA Airport	\$44.41
Allegretti, Joe	01/25/2019	Taxi from ORD airport to Chicago, IL	\$10.00
Butler, Mike	01/25/2019	Taxi from ORD airport to Chicago, IL.	\$73.90
Collins, Bryan	01/25/2019	Taxi from New York, NY to EWR airport	\$38.68

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Expenses Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Category	Date	Description	Amount
<i>Transportation</i>			
Hoffman, David	01/25/2019	Car service from ORD airport to Wilmette, IL	\$85.78
Hoffman, David	01/25/2019	Taxi from New York, NY to LGA airport	\$8.01
Collins, Bryan	01/26/2019	Taxi from Dulles Airport to home	\$37.06
Allegretti, Joe	01/27/2019	Taxi from LGA Airport to New York, NY	\$49.46
Butler, Mike	01/27/2019	Taxi from LGA airport to New York, NY	\$34.42
Allegretti, Joe	01/28/2019	Afterhours taxi from Deloitte office to hotel (New York, NY)	\$6.96
Collins, Bryan	01/29/2019	Taxi from Deloitte office to airport (New York, NY)	\$29.58
Forrest, Jonathan	01/29/2019	Train from BWI Airport to New York Penn Station	\$188.00
Hoffman, David	01/29/2019	Car service from EWR airport to hotel (New York, NY)	\$99.70
Collins, Bryan	01/30/2019	Taxi from EWR airport to New York, NY	\$91.23
Forrest, Jonathan	01/30/2019	Train from New York Penn Station to BWI Airport	\$210.00
Forrest, Jonathan	01/30/2019	Taxi from EWR airport to New York, NY	\$40.41
Allegretti, Joe	01/31/2019	Afterhours taxi from Deloitte office to JW Marriott (New York, NY)	\$11.62
Butler, Mike	01/31/2019	Taxi from LGA airport to New York, NY	\$41.22
Butler, Mike	01/31/2019	Taxi from ORD airport to Chicago, IL	\$43.29
Butler, Mike	01/31/2019	Taxi from New York, NY to LGA airport	\$112.39
Butler, Mike	01/31/2019	Taxi from Chicago, IL to ORD airport.	\$45.03
Collins, Bryan	01/31/2019	Taxi from Weil office (New York, NY) to EWR airport	\$80.90
Collins, Bryan	01/31/2019	Taxi from IAD airport to home	\$75.76
Subtotal for Transportation:			\$3,877.42
Total			<u>\$27,305.81</u>

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Expenses Sorted by Category for the Fee Period

January 01, 2019 - January 31, 2019

Recapitulation

Category	Amount
Hotel	\$11,471.07
Airfare	\$9,950.04
Transportation	\$3,877.42
Meals	\$1,639.91
Internet Access While Traveling	\$197.87
Auto Parking	\$169.50